



June 16, 2011, Mr. Barsotti filed documents with the Texas Secretary of State to establish Carbone's Fine Food & Wine, LLC and Carbone's Fine Food & Wine – Highland Park, LLC, respectively. Attached hereto as **Exhibits A and B** are true and correct copies of these filings from the Texas Secretary of State.

4. Our initial plans were to open Carbone's in late 2011, and based on that anticipated opening date, Mr. Barsotti, I, and Carbone's made consistent and continuous efforts to promote the Carbone's restaurant so that restaurant patrons in Texas would associate the name "Carbone's" with the new restaurant before it opened to the public. As a result, the use of the Carbone's mark was consistent and continuous throughout 2011. By way of example, throughout 2011, Julian Barsotti and I actively and routinely spoke with customers at Nonna to tell them of the plans to open Carbone's. We also spoke to staff and potential investors to tell them about Carbone's. Further, Carbone's spent several hundreds of thousands of dollars in 2011 related to the Carbone's mark, including funds spent on the signing of the lease for the 4208 Oak Lawn Avenue location, the inclusion of the Carbone's mark in investment materials presented to restaurant investors, the application for and acquisition of a liquor license, advertising our Italian Food in connection with the Carbone's mark, and the placement of the Carbone's sign on the exterior of the building. Attached as **Exhibits C, D, and E** are true and correct copies of current photos of the signage displaying Carbone's Mark on the outside of Carbone's.





5. Carbone's, Mr. Barsotti, and I promoted the Carbone's Mark online, in person, and via media interviews and articles to publicize the offering of restaurant services and sales of pre-packaged food before Carbone's officially opened to the public. For example:

- In January 2011: "Lucky for Dallas, then, it doesn't look like we'll lose Barsotti to Italy, or anywhere else for that matter, **as his plans include expanding his foothold right here.**" "I definitely have a desire to do a few more things but definitely within the context of Italian food. I want to open an Italian grocery store with sandwiches and wine and sausages that we make. I'm gonna do it. I have an idea and a vision that that I'm really going to realize."
- In August 2011: "Nonna's Julian Barsotti will open Carbone's Fine Food and Wine early next year. It will be an "Italian-American grocery" with a lunch counter and Sunday dinners."
- In August 2011: "Julian Barsotti, the immensely talented chef behind the acclaimed Italian restaurant Nonna, **will open Carbone's Fine Food and Wine early next year** at the northeast corner of Wycliff and Oak Lawn Avenue, in Dallas."
- In October 2011: "Carbone's Fine Food & Wine has leased 3,300 square feet of retail space in The Shops of Highland Park at the northeast corner of Wycliff and



Oak Lawn Avenue in Dallas.”

- In October 2011: “When Carbone’s Fine Food & Wine opens in February, Julian Barsotti hopes to add another element to Dallas food culture” and noted that Mr. Barsotti said “[t]he specialty market and lunch counter is something he has been thinking about for more than three years.”
- In December 2011: “Carbone’s Fine Food and Wine. Construction on Julian (Nonna) Barsotti’s **much anticipated deli, grocery store, and mini-restaurant on December 2**. It’s going into the space formerly known as Talbot’s on Wycliff and Oak Lawn. Barsotti says he anticipates opening in March 2012. The store’s logo was inspired by the sign of his family’s restaurant on the East Coast. It opened in Manhattan before moving to Harrison, New Jersey. It was open for 75 years and closed in 1993.”
- In January 2012: ““Eats Blog dishes on a new deli from the folks behind Nonna. I’m thinking they’re going to give Jimmy’s a run for their money, but I wonder if most of Dallas will prefer the upscale offerings of Carbone’s Fine Food and Wine to Jimmy’s casual grocery.”

Each of these articles were published by the Dallas Observer, D Magazine, or Escape Hatch Dallas, which are each premiere publications in the Texas market read by restaurant patrons. A compilation of true and correct copies of these articles and other articles promoting the upcoming Carbone’s restaurant from 2011, is attached hereto as **Exhibit F**.

6. Carbone’s decided to delay its opening until April 2012. However, our efforts to promote and advertise Carbone’s did not stop, but was continuous from 2011 through its opening. On April 17, 2012, Carbone’s officially opened in Dallas Texas, on Oak Lawn Avenue. Because restaurant patrons in Texas had already associated the Carbone’s mark with the Italian restaurant services of Mr. Barsotti, Carbone’s was busy with patrons immediately upon opening.

7. Since its opening, Carbone’s has been in the business of providing quality Italian food by full-service restaurant dining, as well as to-go food and wine sales, pre-packaged sauces and foods. A screenshot taken from a page of Carbone’s website at [http://carbonesdallas.com/menus/carbones\\_dinner.pdf](http://carbonesdallas.com/menus/carbones_dinner.pdf) showing one of Carbone’s online menus

is attached hereto as **Exhibit G**.

8. Since its opening, Carbone's has received outstanding consistent critical reviews—all of which serve as further marketing to potential consumers of Carbone's.

9. An article from opening day by the Dallas Morning News identified Carbone's as the source of what "might be the best meatball you'll ever put into your mouth: tender and yielding, intensely flavorful, and breathlessly light." Attached as **Exhibit H** is a true and correct copy of this article.

10. An April 18, 2012 review, the day following the opening, by Steven Doyle of Crave DFW identified Carbone's as the source of house-made ricotta and mozzarella, pastas and sauces, as well as pre-packaged foods available for carry-out or dine-in. That review also featured a photo of the Carbone's logo as featured on the sign on the exterior of the restaurant. Attached as **Exhibit I** is a true and correct copy of this review.

11. A June 14, 2012 review by Scott Reitz for the Dallas Observer noted that Carbone's is the source of a "chicken Parm sandwich will fast become your new lunchtime friend" and states that Carbone's is "a new Eye-talian spot in town, and it doesn't depend upon its family name, its history or familiarity to win its customers. It relies on good food." Attached as **Exhibit J** is a true and correct copy of this review.

12. Carbone's has also received 4 stars from the Dallas Morning News, and numerous accolades from Texas Monthly, D Magazine, the Dallas Observer, among various other accolades—each of which serve to identify Carbone's as the source of restaurant services and pre-packaged foods. A simple search for Carbone's on both the Dallas Morning News and the Dallas Observer includes dozens of mentions, and the Dallas Observer has well over 100 mentions or articles about Carbone's. Attached as **Exhibit K** is a true and correct copy of the

article where Carbone's received 4 stars from the Dallas Morning News, dated May 22, 2013.

13. As a small, independent, and local business, Carbone's relies on word-of-mouth promotion, articles and press received, and customer reviews posted on websites such as Yelp, Trip Advisor, and Google. Additionally, Carbone's advertises on its websites and social media, including the same platforms such as Facebook and Instagram.

14. The Internet Archive, at [web.archive.org](http://web.archive.org), shows the use of Plaintiffs' CarbonesDallas.com website as early as April 19, 2012 and being fully operational by June 21, 2012. Attached as **Exhibit L & M** are true and correct copies of CarbonesDallas.com website from April 19, 2012 and June 21, 2012. This website is still available and in full operation today at <http://carbonesdallas.com/>.

15. Plaintiff has sold well in excess of tens of millions in goods under the CARBONE'S mark since 2012. The annual net sales of Carbone's pre-packaged food have been above \$100,000 each year from 2012 through 2021. Carbone's annual restaurant revenue was just below \$1,000,000 in 2012 but has exceeded \$1,000,000 every year from 2012 through 2021.

16. Carbone's has continued to serve customers throughout many areas of Texas. Carbone's frequently receives calls from consumers all over Texas asking to eat at our restaurant and/or order our prepackaged food despite being residing hours away. As such, we have considered and attempted to expand Carbone's into additional locations throughout Texas. At one point, we were in the final stages of signing a lease in Houston, Texas and had plans to open a restaurant out of Legacy West in Plano, Texas. We still have plans to expand throughout the state of Texas.

17. In Texas, the CARBONE'S mark is associated in the minds of the public as the source of Plaintiff's ready-made and pre-packaged food. For example, members of the public

have written online reviews on Yelp, Google, and TripAdvisor identifying the ready-made and pre-packaged food as being sourced from Carbone's, as demonstrated by the exhibits below.

18. Indeed, attached as **Exhibit N** are true and correct copies of customer reviews of Carbone's page on Yelp from 2012 through present, available at <https://www.yelp.com/biz/carbones-dallas?start=250> (last visited April 4, 2022).

19. Attached as **Exhibit O** is a true and correct copy of a post on Carbone's page on Trip Advisor titled "Sunday Gravy," dated September 5, 2013, available at [https://www.tripadvisor.com/ShowUserReviews-g55711-d3523713-r175948001-Carbone s-Dallas Texas.html](https://www.tripadvisor.com/ShowUserReviews-g55711-d3523713-r175948001-Carbone_s-Dallas_Texas.html), with relevant language highlighted.

20. Attached as **Exhibit P** are true and correct copies of reviews of Carbone's page on Yelp visited March 13, 2022, available at <https://www.yelp.com/biz/carbones-dallas?osq=carbone%27s&q=deli>, with relevant language highlighted.

21. Attached as **Exhibit Q** is a true and correct copy of an article on Carbone's titled "Your Sunday Gravy Awaits At Carbones," by Steven Doyle dated January 4, 2017, available at <https://cravedfw.com/2017/01/04/your-sunday-gravy-awaits-at-carbones/>, with relevant language highlighted.

22. Until Defendant's entry into the Texas market in or around 2022, Carbone's was the exclusive user of the CARBONE'S mark for ready-made and pre-packaged food in Texas.

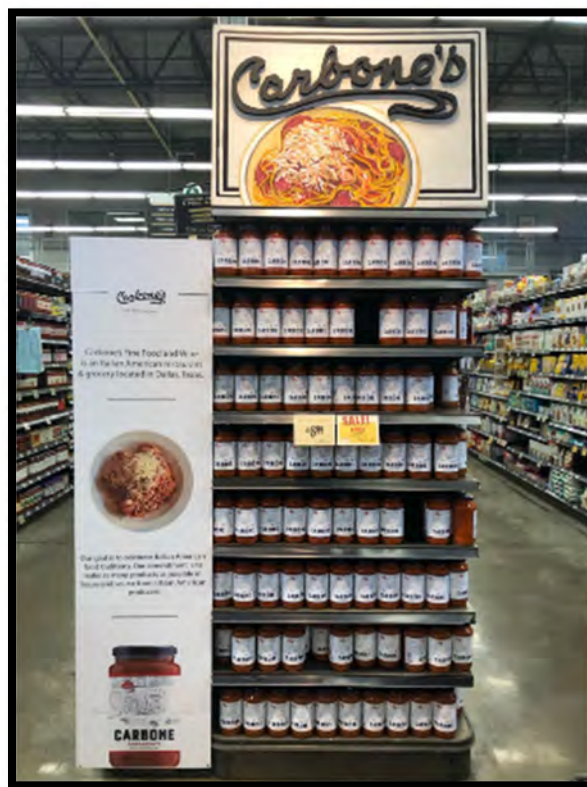
23. Defendant has begun marketing, offering for sale, and selling pre-packaged food in the form of pasta sauce in the Dallas area.

24. Actual consumer confusion began before Defendant's restaurant opened. Attached as **Exhibit R** is a true and correct copy of an article on Carbone-MFG titled "Carbone, a Michelin-starred Italian restaurant in New York, pushes back Dallas opening date," by Sarah

Blaskovich of Dallas Morning News, dated August 31, 2020. The article announced the opening date for Carbone and warned that “Carbone is not to be confused with Carbone’s Fine Food & Wine, an Italian restaurant and grocery on Oak Lawn Avenue in Dallas.”

25. Attached as **Exhibit S** is a true and correct copy of a Trademark Registration Certificate for CARBONE RESTAURANT, and application for CARBONE, available at the USPTO TSDR database.

26. Defendant has already begun using the Carbone’s Mark in association with its products. A true and correct copy of a photo displaying Carbone’s Mark being used to advertise Defendant’s products is attached hereto as **Exhibit T**.



27. Similarly, a compilation of true and correct copies of photos of displaying Carbone’s Mark being used to advertise Carbone’s products is attached hereto as **Exhibit U**.

28. Attached as **Exhibit V** and pictured below is a true and correct copy of a review of



Carbone's page on Yelp from February 27, 2022, available at [https://www.yelp.com/biz/carbones-dallas?sort\\_by=date\\_desc](https://www.yelp.com/biz/carbones-dallas?sort_by=date_desc).



29. On or around April 1, 2022, Defendants opened a restaurant under the name "Carbone" in Dallas. Defendants' new competing Carbone restaurant serves the same type of cuisine as Carbone's (Italian). Attached as **Exhibit W** and pictured below is a true and correct copy of a screenshot of an Instagram post from "dallasites101" page from April 1, 2022, stating that Carbone "has officially opened its doors."

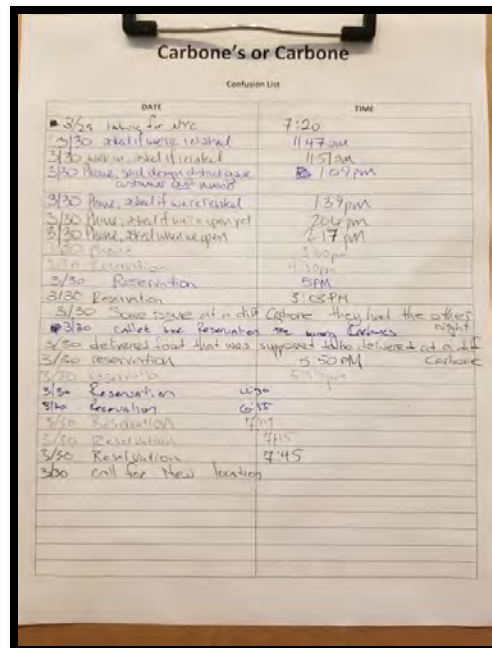


In addition, Defendants also opened a second restaurant next door/within the same building under the name “VINO”—which also serves Italian food and wines.

30. Carbone’s small staff, including myself, have already been forced to answer and redirect dozens of phone calls per week, many of which were from before the competing Carbone restaurant officially opened in Dallas. Carbone customers are mistakenly making reservations

(then cancelling) at Carbone's over the phone, which forces staff to incorrectly tell customers that Carbone's is full. The calls have been so consistent and burdensome that employees answering the calls intended for the other Carbone restaurant have recorded them on "Confusion Lists" placed next to the phone. Attached hereto as **Exhibit X** and pictured below are true and correct copies of photographs of the "Confusion List[s]" from consumers who have mistakenly called in to Carbone's. On March 30, 2022 alone, Carbone's received and recorded over 20 calls that were intended for the other Carbone restaurant.





As of the execution of this declaration, I would *conservatively* estimate that Carbone's has received 1,400 to 1,700 calls from consumers confused between Carbone's and Carbone-MFG. In addition, restaurant patrons of Carbone-MFG have begun contacting Carbone's to make complaints about Carbone-MFG, showing that, even after visiting Carbone-MFG, those consumers are still confused as to which restaurant is which. True and correct copies of examples of these communications are attached hereto as **Exhibit AA**. Carbone's has also been confused with Carbone by vendors, delivery, persons, and job applicants.

31. Defendants' Italian food products are confusingly similar to Plaintiff's. On information and belief, Defendants' wrongful use and infringement of the Carbone's Mark was and is being done with knowledge of Plaintiff's superior rights to the Mark because Defendant began using the mark after Plaintiff mailed a cease-and-desist letter to Defendant in December 2021. Attached as **Exhibit Y** is a true and correct copy of a cease-and-desist letter mailed to Defendant in December 2021.

32. Attached as **Exhibit Z** are true and copy of a Bloomberg Article from March 29,

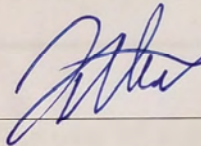


2021, available at <https://www.bloomberg.com/news/articles/2021-03-29/carbone-pasta-sauces-are-coming-to-supermarkets-to-challenge-rao-s>.

33. As a result of Defendant's activities and the impairment to Plaintiff's goodwill, reputation and customer base, Plaintiff has been and will continue to be irreparably damaged by such acts in the future unless Defendant is preliminarily and permanently enjoined by this Court from committing further infringing acts.

34. My name is Jonathan Torrance Neitzel, my date of birth is October 13, 1981, and my address is 5106 Alcott St., Dallas, Texas 75206.

I declare under penalty of perjury that the foregoing is true and correct. Executed in Dallas County, State of Texas, on the 8th day of July, 2022.



JONATHAN TORRANCE NEITZEL



# EXHIBIT A

**TEXAS SECRETARY of STATE****JOHN B. SCOTT****BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

**Filing Number:** 801430880 **Entity Type:** Domestic Limited Liability Company (LLC)  
**Original Date of Filing:** May 25, 2011 **Entity Status:** In existence  
**Formation Date:** N/A  
**Tax ID:** 32044328931 **FEIN:**  
**Duration:** Perpetual  
  
**Name:** CARBONE'S FINE FOOD & WINE, LLC  
**Address:** 4115 LOMO ALTO DR  
DALLAS, TX 75219 USA







<a href="#">REGISTERED AGENT</a>	<a href="#">FILING HISTORY</a>	<a href="#">NAMES</a>	<a href="#">MANAGEMENT</a>	<a href="#">ASSUMED NAMES</a>	<a href="#">ASSOCIATED ENTITIES</a>	<a href="#">INITIAL ADDRESS</a>
Name	Address				Inactive Date	
Julian Barsotti	4115 Lomo Alto Drive Dallas, TX 75219 USA					

Instructions:

- To place an order for additional information about a filing press the 'Order' button.

**TEXAS SECRETARY of STATE****JOHN B. SCOTT****BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

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View Image	Document Number	Filing Type	Filing Date	Effective Date	Eff. Cond	Page Count
	369619690002	Certificate of Formation	May 25, 2011	May 25, 2011	No	3
	470514330001	Public Information Report (PIR)	December 31, 2012	March 11, 2013	No	1
	807889940001	Public Information Report (PIR)	December 31, 2017	April 17, 2018	No	1
	842352310001	Public Information Report (PIR)	December 31, 2018	October 12, 2018	No	2
	921569750001	Public Information Report (PIR)	December 31, 2019	October 19, 2019	No	2
	1123021880001	Public Information Report (PIR)	December 31, 2021	February 23, 2022	No	1

Order

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**FEIN:**

**Name:** CARBONE'S FINE FOOD & WINE, LLC  
**Address:** 4115 LOMO ALTO DR  
DALLAS, TX 75219 USA

<a href="#">REGISTERED AGENT</a>	<a href="#">FILING HISTORY</a>	<a href="#">NAMES</a>	<a href="#">MANAGEMENT</a>	<a href="#">ASSUMED NAMES</a>	<a href="#">ASSOCIATED ENTITIES</a>	<a href="#">INITIAL ADDRESS</a>
Last Update	Name	Title	Address			
April 17, 2018	DANIEL J BARSOTTI	GOVERNING PERSON	4115 LOMO ALTO DALLAS, TX 75219 USA			
April 17, 2018	ANDREA HAGAR	GOVERNING PERSON	4115 LOMO ALTO DALLAS, TX 75219 USA			
April 17, 2018	SHELLEY HUDSON	GOVERNING PERSON	4115 LOMO ALTO DALLAS, TX 75219 USA			

[Order](#)[Return to Search](#)**Instructions:**

- To place an order for additional information about a filing press the 'Order' button.

**CERTIFICATE OF FORMATION**  
**OF**  
**CARBONE'S FINE FOOD & WINE, LLC**

**FILED**  
**In the Office of the**  
**Secretary of State of Texas**  
**MAY 25 2011**  
**Corporations Section**

I, the undersigned natural person of the age of eighteen years or more, acting as organizer of a limited liability company under the Texas Business Organizations Code, Texas Limited Liability Company Law, do hereby adopt the following Certificate of Formation for such limited liability company:

**ARTICLE I**

The filing entity being formed is a limited liability company. The name and address of the limited liability company is **CARBONE'S FINE FOOD & WINE, LLC**, 4115 Lomo Alto Drive, Dallas, Texas 75219.

**ARTICLE II**

The name of the initial registered agent of the limited liability company is Julian Barsotti. The registered office address of the limited liability company's initial registered agent is 4115 Lomo Alto Drive, Dallas, Texas 75219.

**ARTICLE III**

The limited liability company will be managed by managers. The initial number of managers is one (1). The name and address of the person who is to serve as Manager until the first annual meeting of members or until his successor be elected and qualify is as follows:

Julian Barsotti  
4115 Lomo Alto Drive  
Dallas, Texas 75219



ARTICLE IV

The purpose for which the limited liability company is formed is to transact any or all lawful business for which a limited liability company may be organized under the Texas Business Organizations Code.

ARTICLE V

The name and address of the organizer is as follows:

Kim Meredith  
3333 Lee Parkway  
Tenth Floor  
Dallas, Texas 75219

ARTICLE VI

No manager of the limited liability company shall be liable to the limited liability company or its members for monetary damages for an act or omission in the manager's capacity as a manager, except for liability of a manager for (a) a breach of a manager's duty of loyalty to the limited liability company or its members, (b) an act or omission not in good faith that constitutes a breach of duty of a manager to the limited liability company or an act or omission that involves intentional misconduct or a knowing violation of the law, (c) a transaction from which a manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of a manager's position, or (d) an act or omission for which the liability of a manager is expressly provided for by an applicable statute. If the Texas Business Organizations Code, or other applicable law is amended to authorize action further eliminating or limiting the liability of managers, then the liability of a manager of the limited liability company shall be eliminated or limited to the fullest extent permitted by the Texas Business Organizations Code or other applicable law, as so amended.

Any repeal or modification of the foregoing paragraph by the members shall not adversely affect any right or protection of a manager existing at the time of such repeal or modification.

ARTICLE VII

Any action required to be taken at any annual or special meeting of the members, or any action which may be taken at any annual or special meeting of the members, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum interest necessary to take such action at a meeting at which the members entitled to vote on the action were present and voted, sign a written consent or consents stating the actions taken.

ARTICLE VIII

This Certificate of Formation becomes effective when the document is filed by the Secretary of State of Texas.

IN WITNESS WHEREOF, I have hereunto set my hand this 24<sup>th</sup> day of May, 2011.

  
KIM MEREDITH, ORGANIZER

TX2012

Ver. 3.1

05-102

(Rev.9-11/30)

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

32044328931

Report year

2012

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at (800) 252-1381 or (512) 463-4600.

Taxpayer name

CARBONES FINE FOOD &amp; WINE LLC

Mailing address

4208 OAK LAWN AVE

Secretary of State (SOS) file number or  
Comptroller file number

City

DALLAS

State

TX

ZIP Code

75219

Plus 4

0801430880

☐ Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office

4208 OAK LAWN AVE, DALLAS, TX 75219

Principal place of business

4208 OAK LAWN AVE, DALLAS, TX 75219

Please sign below!

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



3204432893112

### SECTION A Name, title and mailing address of each officer, director or member.

Name	Title	Director	Term expiration
JULIAN BARSOTTI	MEMBER	<input checked="" type="checkbox"/> Yes	PERPETUAL
Mailing address	City	State	ZIP Code
4208 OAK LAWN AVE	DALLAS	TX	75219
Name	Title	Director	Term expiration
MARY C MCCORD	MEMBER	<input type="checkbox"/> Yes	PERPETUAL
Mailing address	City	State	ZIP Code
4208 OAK LAWN AVE	DALLAS	TX	75219
Name	Title	Director	Term expiration
		<input type="checkbox"/> Yes	
Mailing address	City	State	ZIP Code

### SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
None			
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

### SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

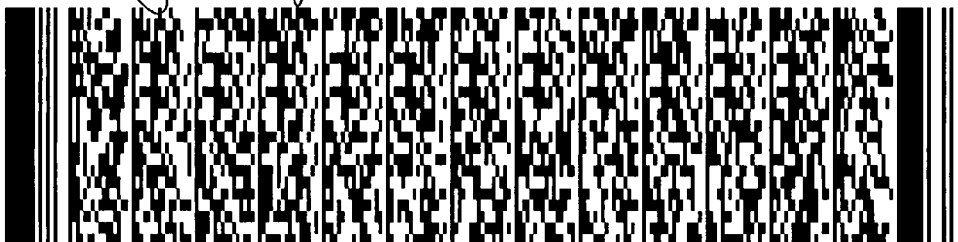
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
None			
Registered agent and registered office currently on file. (see instructions if you need to make changes)			
Agent: JULIAN BARSOTTI		<input type="checkbox"/> Check box if you need forms to change the registered agent or registered office information.	
Office:	City	State	ZIP Code
4115 LOMO ALTO DRIVE	DALLAS	TX	75219

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here		Signature	Title	Date	Area code and phone number
			managing partner	2.1.13	(214) 521-7193

Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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143642 P 680701

1X2017 05-102

Ver 8.0 (Rev 9-15/33)

## Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
Professional Associations (PA) and Financial Institutions

Tcode 13196

Taxpayer number

Report year

You have certain rights under Chapter 552 and 559,  
Government Code, to review, request and correct information  
we have on file about you. Contact us at 1-800-252-1381

454945868

2017

Taxpayer name CARBONE'S FINE FOOD & WINE, LLC		<input type="checkbox"/> Check box if the mailing address has changed	
Mailing address 4115 LOMO ALTO		Secretary of State (SOS) file number or Comptroller file number	
City DALLAS	State TX	ZIP code plus 4 75219	

☐ Check box if there are currently no changes from previous year. If no information is displayed, complete the applicable information in Sections A, B and C

Principal office 4115 LOMO ALTO, DALLAS, TX 75219
Principal place of business 4115 LOMO ALTO DALLAS, TX 75219



0454945868017

You must report officer, director, member, general partner and manager information as of the date you complete this report.

Please sign below!

This report must be signed to satisfy franchise tax requirements.

## SECTION A Name, title and mailing address of each officer, director, member, general partner or manager.

Name <b>DANIEL J BARSOTTI</b>	Title	Director <input type="checkbox"/> YES	Term expiration	m m d d y y
Mailing address 4115 LOMO ALTO	City DALLAS	State TX	ZIP Code 75219	
Name <b>ANDREA HAGAR</b>	Title	Director <input type="checkbox"/> YES	Term expiration	m m d d y y
Mailing address 4115 LOMO ALTO	City DALLAS	State TX	ZIP Code 75219	
Name <b>SHELLEY HUDSON</b>	Title	Director <input type="checkbox"/> YES	Term expiration	m m d d y y
Mailing address 4115 LOMO ALTO	City DALLAS	State TX	ZIP Code 75219	

## SECTION B Enter information for each corporation, LLC, LP, PA or financial institution, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership

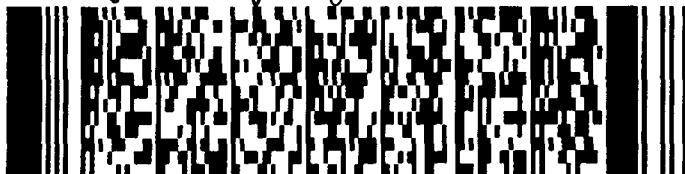
## SECTION C Enter information for each corporation, LLC, LP, PA or financial institution, if any, that owns an interest of 10 percent or more in this entity.

Name of owned (parent) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
Registered agent and registered office currently on file (see instructions if you need to make changes)			
Agent:		You must make a filing with the Secretary of State to change registered agent, registered office or general partner information	
Office:	City	State	ZIP Code

The information on this form is required by Section 171.203 of the Tax Code for each corporation, LLC, LP, PA or financial institution that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director, member, general partner or manager and who is not currently employed by this or a related corporation.

LLC, LP, PA or financial institution	sign here	Title	Date 8/1/17	Area code and phone number (214) 521-7193
Texas Comptroller Official Use Only				



VE/DE	<input type="checkbox"/>	PIR IND	<input type="checkbox"/>
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05-102  
(Rev.9-15/33)**Texas Franchise Tax Public Information Report**To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
Professional Associations (PA) and Financial Institutions

■ Tcode 13196 Franchise

■ Taxpayer number

■ Report year

3 2 0 4 4 3 2 8 9 3 1

2 0 1 8

You have certain rights under Chapter 552 and 559,  
Government Code, to review, request and correct information  
we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE, INC.</b>		<input checked="" type="checkbox"/> Blacken circle if the mailing address has changed.	
Mailing address <b>4115 LOMO ALTO DR</b>		Secretary of State (SOS) file number or Comptroller file number	
City <b>DALLAS</b>	State	ZIP code plus 4 <b>75219</b>	

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office
Principal place of business

You must report officer, director, member, general partner and manager information as of the date you complete this report.



1000000000015

***Please sign below!*****This report must be signed to satisfy franchise tax requirements.****SECTION A** Name, title and mailing address of each officer, director, member, general partner or manager.

Name	Title	Director <input type="checkbox"/> YES	Term expiration	m	m	d	d	y	y
Mailing address	City	State	ZIP Code						
Name	Title	Director <input type="checkbox"/> YES	Term expiration	m	m	d	d	y	y
Mailing address	City	State	ZIP Code						
Name	Title	Director <input type="checkbox"/> YES	Term expiration	m	m	d	d	y	y
Mailing address	City	State	ZIP Code						

**SECTION B** Enter information for each corporation, LLC, LP, PA or financial institution, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership

**SECTION C** Enter information for each corporation, LLC, LP, PA or financial institution, if any, that owns an interest of 10 percent or more in this entity.

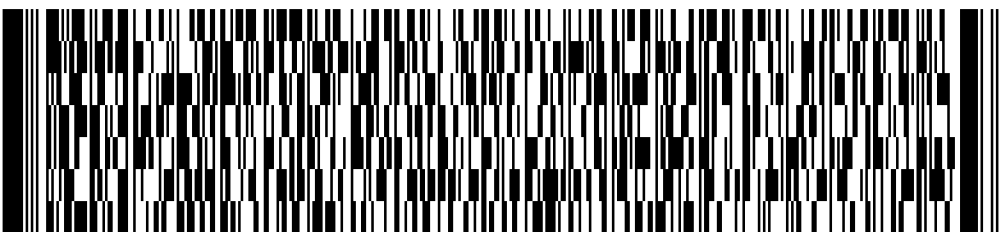
Name of owned (parent) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
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Registered agent and registered office currently on file (see instructions if you need to make changes)		You must make a filing with the Secretary of State to change registered agent, registered office or general partner information.	
Agent:	City	State	ZIP Code
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/15/2018</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="checkbox"/>	PIR IND	<input type="checkbox"/>
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TRANSMITTER ID = CCHFTWSPROD

TLN = 00039847158

Comptroller  
of Public  
Accounts  
FORM05-102  
(Rev.9-15/33)

## Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
Professional Associations (PA) and Financial Institutions

■ Tcode 13196 Franchise

■ Taxpayer number

■ Report year

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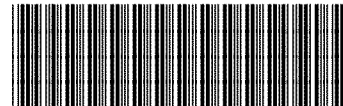
You have certain rights under Chapter 552 and 559,  
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we have on file about you. Contact us at 1-800-252-1381.

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Mailing address <b>4115 LOMO ALTO DR</b>		Secretary of State (SOS) file number or Comptroller file number	
City <b>DALLAS</b>	State	ZIP code plus 4 <b>75219</b>	

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Name	Title	Director <input type="checkbox"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	
Name	Title	Director <input type="checkbox"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	
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Mailing address	City	State	ZIP Code	

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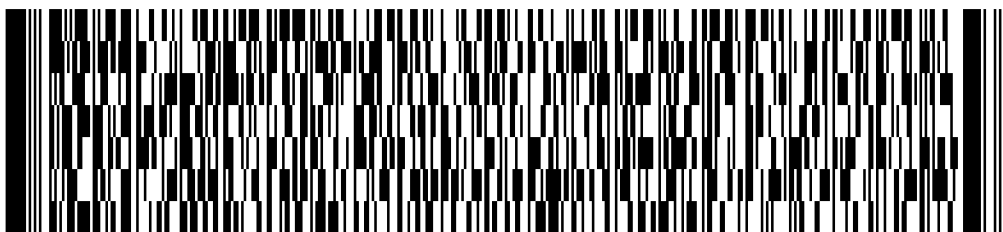
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<b>sign here</b>	<b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/08/2019</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="checkbox"/>	PIR IND	<input type="checkbox"/>
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TRANSMITTER ID = CCHFTWSPROD

TLN = 00044102757

05-102  
(Rev.9-15/33)**Texas Franchise Tax Public Information Report**To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
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■ Taxpayer number

■ Report year

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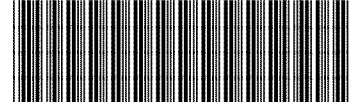
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Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP Code
Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP Code
Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP Code

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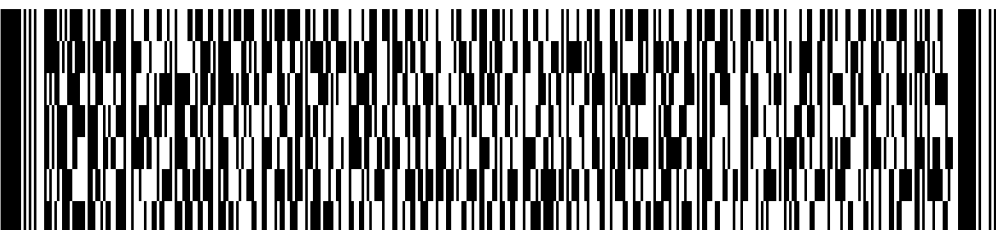
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>06/05/2021</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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# EXHIBIT B

**TEXAS SECRETARY of STATE****JOHN B. SCOTT****BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

**Filing Number:** 801440652 **Entity Type:** Domestic Limited Liability Company (LLC)  
**Original Date of Filing:** June 16, 2011 **Entity Status:** In existence  
**Formation Date:** N/A  
**Tax ID:** 32044464736 **FEIN:**  
**Duration:** Perpetual  
  
**Name:** CARBONE'S FINE FOOD & WINE - HIGHLAND PARK, LLC  
**Address:** 4115 LOMO ALTO DR  
DALLAS, TX 75219 USA












<a href="#">REGISTERED AGENT</a>	<a href="#">FILING HISTORY</a>	<a href="#">NAMES</a>	<a href="#">MANAGEMENT</a>	<a href="#">ASSUMED NAMES</a>	<a href="#">ASSOCIATED ENTITIES</a>	<a href="#">INITIAL ADDRESS</a>
Name	Address		Inactive Date			
Julian Barsotti	4115 Lomo Alto Drive Dallas, TX 75219 USA					

Instructions:

- To place an order for additional information about a filing press the 'Order' button.

**TEXAS SECRETARY of STATE****JOHN B. SCOTT****BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**


**Filing Number:** 801440652      **Entity Type:** Domestic Limited Liability Company (LLC)  
**Original Date of Filing:** June 16, 2011      **Entity Status:** In existence  
**Formation Date:** N/A  
**Tax ID:** 32044464736      **FEIN:**  
**Duration:** Perpetual  
  
**Name:** CARBONE'S FINE FOOD & WINE - HIGHLAND PARK, LLC  
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DALLAS, TX 75219 USA

<a href="#">REGISTERED AGENT</a>	<a href="#">FILING HISTORY</a>	<a href="#">NAMES</a>	<a href="#">MANAGEMENT</a>	<a href="#">ASSUMED NAMES</a>	<a href="#">ASSOCIATED ENTITIES</a>	<a href="#">INITIAL ADDRESS</a>
View Image	Document Number	Filing Type	Filing Date	Effective Date	Eff. Cond	Page Count
	372602130002	Certificate of Formation	June 16, 2011	June 16, 2011	No	4
	470514460001	Public Information Report (PIR)	December 31, 2012	March 11, 2013	No	1
	497844870001	Public Information Report (PIR)	December 31, 2013	August 25, 2013	No	4
	553628840001	Public Information Report (PIR)	December 31, 2013	July 17, 2014	No	1
	554998190001	Public Information Report (PIR)	December 31, 2014	July 23, 2014	No	4
	619754310001	Public Information Report (PIR)	December 31, 2015	July 31, 2015	No	4
	700124860001	Public Information Report (PIR)	December 31, 2015	November 20, 2016	No	1
	782883070001	Public Information Report (PIR)	December 31, 2017	December 20, 2017	No	2
	838238870001	Public Information Report (PIR)	December 31, 2018	September 20, 2018	No	2
	1016777410001	Public Information Report (PIR)	December 31, 2020	December 30, 2020	No	1
	1105299660001	Public Information Report (PIR)	December 31, 2021	December 23, 2021	No	1

Order

Return to Search

**Instructions:**

-  To place an order for additional information about a filing press the 'Order' button.

**TEXAS SECRETARY of STATE****JOHN B. SCOTT****BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY**

**Filing Number:** 801440652 **Entity Type:** Domestic Limited Liability Company (LLC)  
**Original Date of Filing:** June 16, 2011 **Entity Status:** In existence  
**Formation Date:** N/A  
**Tax ID:** 32044464736 **FEIN:**  
**Duration:** Perpetual  
  
**Name:** CARBONE'S FINE FOOD & WINE - HIGHLAND PARK, LLC  
**Address:** 4115 LOMO ALTO DR  
DALLAS, TX 75219 USA

<a href="#">REGISTERED AGENT</a>	<a href="#">FILING HISTORY</a>	<a href="#">NAMES</a>	<a href="#">MANAGEMENT</a>	<a href="#">ASSUMED NAMES</a>	<a href="#">ASSOCIATED ENTITIES</a>	<a href="#">INITIAL ADDRESS</a>
Last Update	Name	Title	Address			
September 20, 2018	CARBONES FINE FOOD WINE LLC	GOVERNING PERSON	4115 LOMO ALTO DALLAS, TX 75219 USA			
September 20, 2018	HIGHLAND PARK DELI LLC	GOVERNING PERSON	2101 CEDAR SPRINGS STE 1600 DALLAS, TX 75201 USA			

[Order](#)[Return to Search](#)**Instructions:**

- To place an order for additional information about a filing press the 'Order' button.



05-102  
(Rev.9-15/33)**Texas Franchise Tax Public Information Report**To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
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■ Report year

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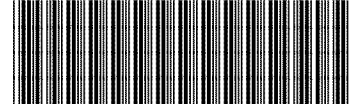
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Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>		<input checked="" type="checkbox"/> Blacken circle if the mailing address has changed.	
Mailing address <b>4115 LOMO ALTO DR</b>		Secretary of State (SOS) file number or Comptroller file number	
City <b>DALLAS</b>	State <b>TX</b>	ZIP code plus 4 <b>75219</b>	<b>0801440652</b>

● Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

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1000000000015

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Name	Title	Director <input type="radio"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	
Name	Title	Director <input type="radio"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	
Name	Title	Director <input type="radio"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	

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Name of owned (parent) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
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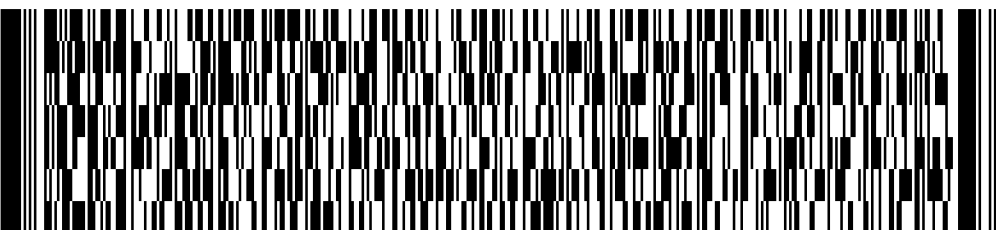
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<b>sign here</b>	<b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>06/05/2021</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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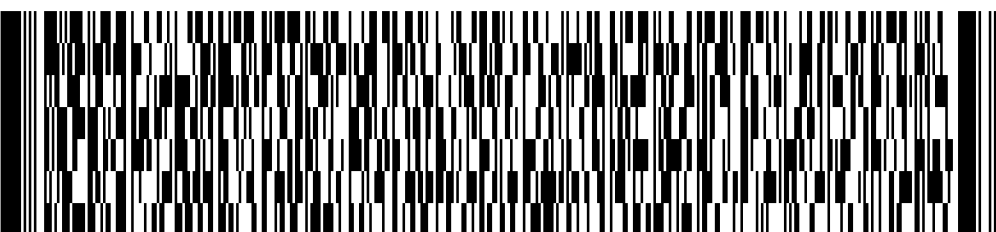
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<b>sign here</b>	<b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>05/21/2020</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**Please sign below!****This report must be signed to satisfy franchise tax requirements.****SECTION A** Name, title and mailing address of each officer, director, member, general partner or manager.

Name <b>CARBONE'S FINE FOOD WINE LLC</b>	Title	Director <input type="checkbox"/> YES	Term expiration m m d d y y
Mailing address <b>4115 LOMO ALTO</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>
Name <b>HIGHLAND PARK DELI LLC</b>	Title	Director <input type="checkbox"/> YES	Term expiration m m d d y y
Mailing address <b>2101 CEDAR SPRINGS STE 1600</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75201</b>
Name	Title	Director <input type="checkbox"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP Code

**SECTION B** Enter information for each corporation, LLC, LP, PA or financial institution, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership

**SECTION C** Enter information for each corporation, LLC, LP, PA or financial institution, if any, that owns an interest of 10 percent or more in this entity.

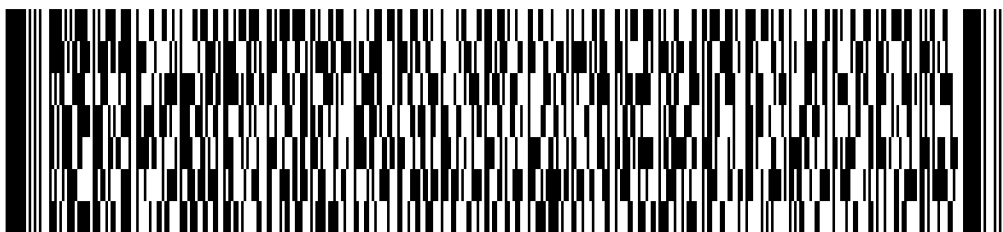
Name of owned (parent) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
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Registered agent and registered office currently on file (see instructions if you need to make changes)		You must make a filing with the Secretary of State to change registered agent, registered office or general partner information.	
Agent:	City	State	ZIP Code
Office:			

The information on this form is required by Section 171.203 of the Tax Code for each corporation, LLC, LP, PA or financial institution that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director, member, general partner or manager and who is not currently employed by this or a related corporation, LLC, LP, PA or financial institution.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/15/2018</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="checkbox"/>	PIR IND	<input type="checkbox"/>
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TRANSMITTER ID = CCHFTWSPROD

TLN = 00039847159

05-102  
(Rev.9-15/33)**Texas Franchise Tax Public Information Report**To be filed by Corporations, Limited Liability Companies (LLC), Limited Partnerships (LP),  
Professional Associations (PA) and Financial Institutions■ **Tcode** 13196 Franchise

■ Taxpayer number

■ Report year

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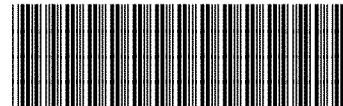
**You have certain rights** under Chapter 552 and 559,  
Government Code, to review, request and correct information  
we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>		<input checked="" type="checkbox"/> Blacken circle if the mailing address has changed.	
Mailing address <b>4115 LOMO ALTO DR</b>		Secretary of State (SOS) file number or Comptroller file number	
City <b>DALLAS</b>	State <b>TX</b>	ZIP code plus 4 <b>75219</b>	<b>0801440652</b>

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

You must report officer, director, member, general partner and manager information as of the date you complete this report.



1000000000015

***Please sign below!*****This report must be signed to satisfy franchise tax requirements.****SECTION A** Name, title and mailing address of each officer, director, member, general partner or manager.

Name <b>CARBONE'S FINE FOOD WINE LLC</b>	Title	Director <input type="checkbox"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address <b>4115 LOMO ALTO</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	
Name <b>HIGHLAND PARK DELI LLC</b>	Title	Director <input type="checkbox"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address <b>2101 CEDAR SPRINGS STE 1600</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75201</b>	
Name	Title	Director <input type="checkbox"/> YES	Term expiration	<b>m m d d y y</b>
Mailing address	City	State	ZIP Code	

**SECTION B** Enter information for each corporation, LLC, LP, PA or financial institution, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership

**SECTION C** Enter information for each corporation, LLC, LP, PA or financial institution, if any, that owns an interest of 10 percent or more in this entity.

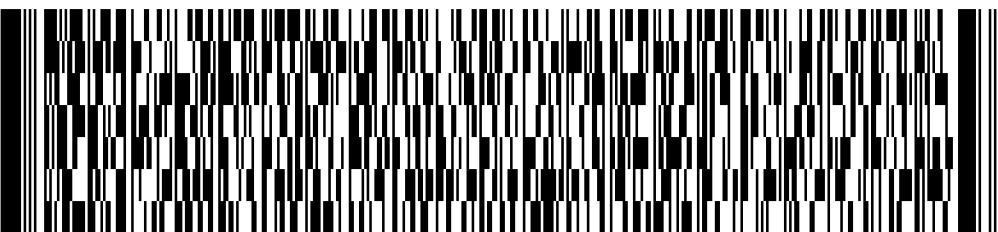
Name of owned (parent) corporation, LLC, LP, PA or financial institution	State of formation	Texas SOS file number, if any	Percentage of ownership
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Registered agent and registered office currently on file (see instructions if you need to make changes)		You must make a filing with the Secretary of State to change registered agent, registered office or general partner information.	
Agent:	City	State	ZIP Code
Office:			

The information on this form is required by Section 171.203 of the Tax Code for each corporation, LLC, LP, PA or financial institution that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director, member, general partner or manager and who is not currently employed by this or a related corporation, LLC, LP, PA or financial institution.

<b>sign here</b>	<b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/10/2017</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="checkbox"/>	PIR IND	<input type="checkbox"/>
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TRANSMITTER ID = CCHFTWSPROD

TLN = 00035626083

## TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

Report year

You have certain rights under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 3 2 8 9 3 1

2 0 1 5

Taxpayer name

CARBONE'S FINE FOOD &amp; WINE, INC.

Mailing address

4115 LOMO ALTO DR

Secretary of State file number or  
Comptroller file number

City

DALLAS

State

ZIP Code

75219

Plus 4

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office

Principal place of business

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



3204432893115

## SECTION A Name, title and mailing address of each officer, director or member.

Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	
Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	
Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	

## SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

## SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)

Agent:

☐ Blacken circle if you need forms to change the registered agent or registered office information.

Office:

City

State

ZIP Code

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here

JULIAN BARSOTTI

Title

MANAGER

Date

02/28/2015

Area code and phone number  
( 214 ) 669 - 1680

Texas Comptroller Official Use Only

VE/DE

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## TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

Report year

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2 0 1 5

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



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## SECTION A Name, title and mailing address of each officer, director or member.

Name <b>CARBONE'S FINE FOOD WINE LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4115 LOMO ALTO</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>
Name <b>2923 PARTNERS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>201 MAIN ST STE 1800</b>	City <b>FORT WORTH</b>	State <b>TX</b>	ZIP code <b>76102</b>
Name <b>BRADLEY WILLIAMS INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>

## SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

## SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)

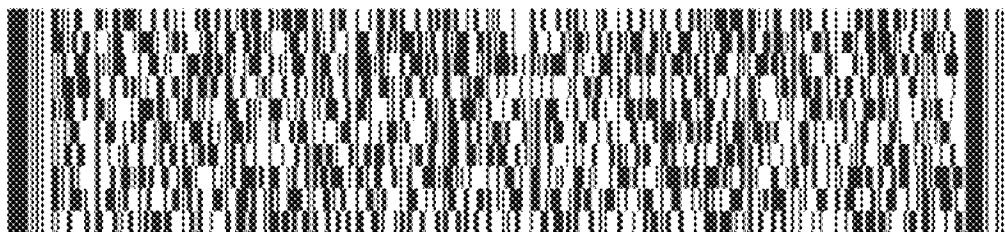
Agent:	<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.		
Office:	City	State	ZIP Code

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>02/28/2015</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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## Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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## TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Taxcode 13196

Taxpayer number

Report year

You have certain rights under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

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2 0 1 5

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



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**SECTION A** Name, title and mailing address of each officer, director or member.

Name <b>CLEARSTONE CAPITAL</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4807 E LOVERS 2ND FLOOR</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75209</b>
Name <b>FERGUSON HOLDINGS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4513 LORRAINE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75205</b>
Name <b>FULGHAM CAPITAL LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>8750 N CENTRAL EXPY STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75231</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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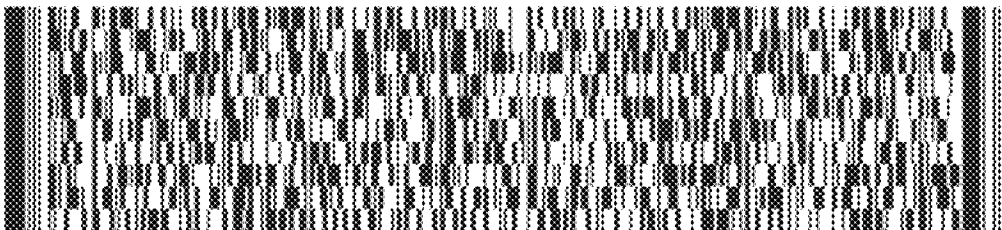
Registered agent and registered office currently on file. (See instructions if you need to make changes)			
Agent: <b>Office:</b>	City	State	ZIP Code

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>02/28/2015</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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## Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

Report year

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 4 6 4 7 3 6

2 0 1 5

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



3204446473615

**SECTION A** Name, title and mailing address of each officer, director or member.

Name <b>HIGHLAND PARK DELI LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>2101 CEDAR SPRINGS STE 1600</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75201</b>
Name <b>JOHN W WATERS III</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>1750 FILBERT ST</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	ZIP code <b>94123</b>
Name <b>KAREN S STEPCICK</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4331 AVONDALE AVE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

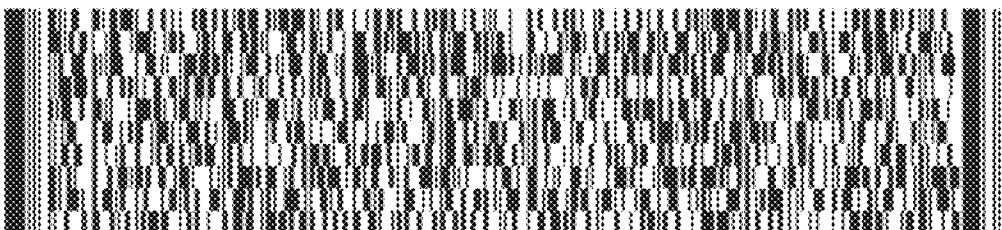
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)			
<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.			
Agent:	City	State	ZIP Code
Office:			

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>02/28/2015</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

Taxcode 13196

Taxpayer number

Report year

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 4 6 4 7 3 6

2 0 1 5

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



3204446473615

**SECTION A** Name, title and mailing address of each officer, director or member.

Name <b>NICK VAREL INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>
Name <b>BPR INTERESTS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>P O BOX 29188</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75229</b>
Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP code

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

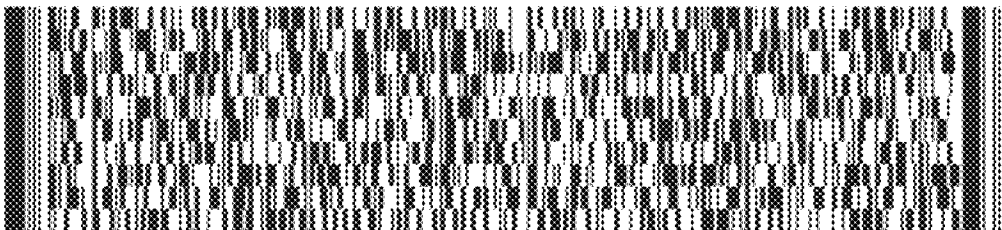
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)			
Agent:	<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.		
Office:	City	State	ZIP Code

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I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>02/28/2015</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT



Comptroller of Public Accounts  
05-102 (9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Code 13196

■ Taxpayer number

■ Report year

You have certain rights under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 4 6 4 7 3 6

2 0 1 4

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

○ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

Officer, director and member information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or members change throughout the year.



SECTION A Name, title and mailing address of each officer, director or member.

3204446473614

Name <b>CARBONE'S FINE FOOD WINE LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4115 LOMO ALTO</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>
Name <b>2923 PARTNERS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>201 MAIN ST STE 1800</b>	City <b>FORT WORTH</b>	State <b>TX</b>	ZIP code <b>76102</b>
Name <b>BRADLEY WILLIAMS INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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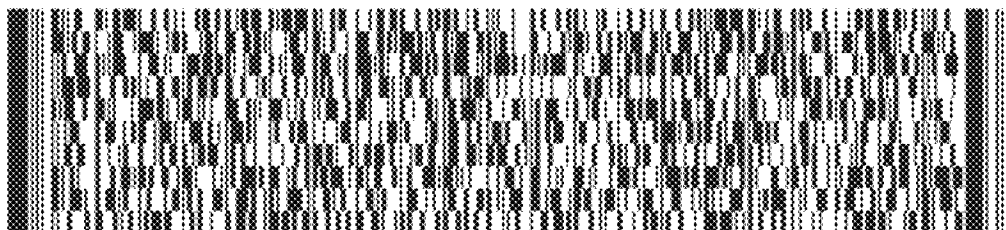
Registered agent and registered office currently on file. (See instructions if you need to make changes)			
Agent:	○ Blacken circle if you need forms to change the registered agent or registered office information.		
Office:	City	State	ZIP Code

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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/01/2014</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

**This report MUST be signed and filed to satisfy franchise tax requirements**

Taxcode 13196

Taxpayer number

Report year

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3 2 0 4 4 4 6 4 7 3 6

2 0 1 4

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473614

Name <b>CLEARSTONE CAPITAL</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4807 E LOVERS 2ND FLOOR</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75209</b>
Name <b>FERGUSON HOLDINGS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4513 LORRAINE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75205</b>
Name <b>FULGHAM CAPITAL LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>8750 N CENTRAL EXPY STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75231</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

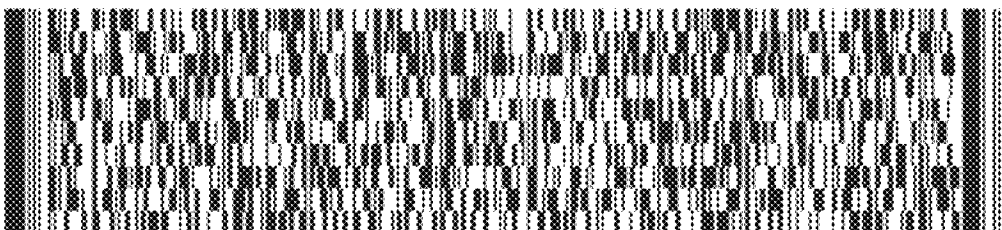
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)			
Agent:	<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.		
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/01/2014</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

Report year

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2 0 1 4

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

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Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473614

Name <b>HIGHLAND PARK DELI LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>2101 CEDAR SPRINGS STE 1600</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75201</b>
Name <b>JOHN W WATERS III</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>1750 FILBERT ST</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	ZIP code <b>94123</b>
Name <b>KAREN S STEPCICK</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4331 AVONDALE AVE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

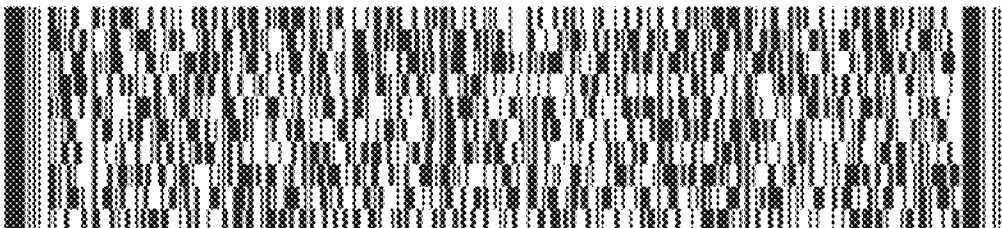
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Agent:	City	State	ZIP Code
Office:			

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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/01/2014</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

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Taxcode 13196

Taxpayer number

Report year

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3 2 0 4 4 4 6 4 7 3 6

2 0 1 4

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

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Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473614

Name <b>NICK VAREL INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>
Name <b>BPR INTERESTS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>P O BOX 29188</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75229</b>
Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP code

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

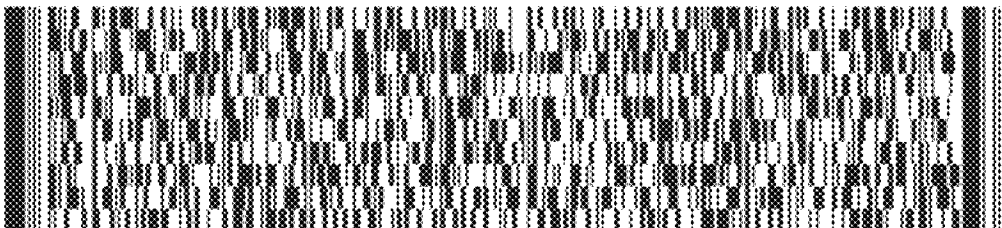
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/01/2014</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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## TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

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Tcode 13196

Taxpayer number

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3 2 0 4 4 3 2 8 9 3 1

2 0 1 3

Taxpayer name

CARBONE'S FINE FOOD &amp; WINE, INC.

Mailing address

4115 LOMO ALTO DR

Secretary of State file number or  
Comptroller file number

City

DALLAS

State

TX

ZIP Code

75219

Plus 4

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Principal office

Principal place of business

*Please sign below!*

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3204432893113

**SECTION A** Name, title and mailing address of each officer, director or member.

Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	
Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	
Name	Title	Director <input type="radio"/> YES	Term expiration	m m d d y y
Mailing address	City	State	ZIP code	

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

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Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Agent:

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Office:

City

State

ZIP Code

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sign here

JULIAN BARSOTTI

Title

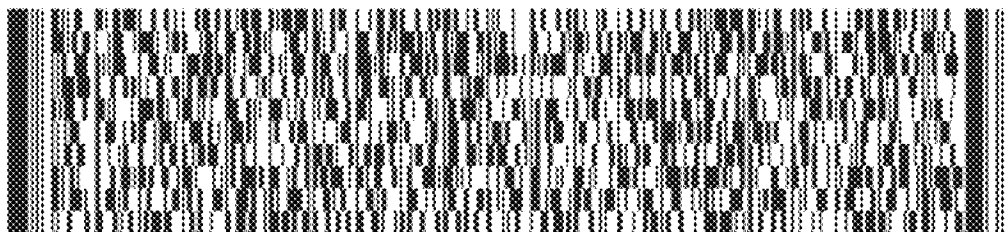
MANAGER

Date

03/14/2013

Area code and phone number  
( 214 ) 669 - 1680

## Texas Comptroller Official Use Only



VE/DE

☐

PIR IND

☐

## TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

05-102  
(9-09/29)

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Taxpayer number

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2 0 1 3

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473613

Name <b>CARBONE'S FINE FOOD WINE LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4115 LOMO ALTO</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>
Name <b>2923 PARTNERS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>201 MAIN ST STE 1800</b>	City <b>FORT WORTH</b>	State <b>TX</b>	ZIP code <b>76102</b>
Name <b>BRADLEY WILLIAMS INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>

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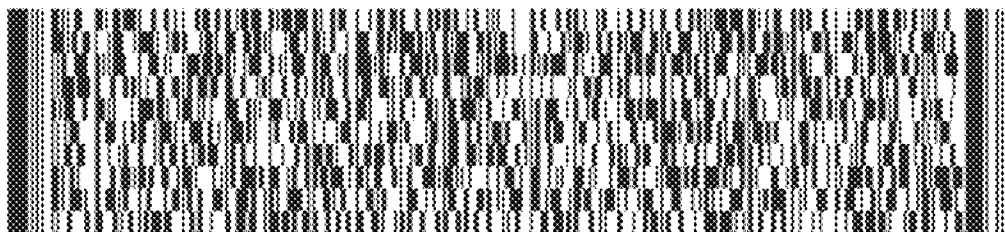
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/14/2013</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473613

Name <b>CLEARSTONE CAPITAL</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4807 E LOVERS 2ND FLOOR</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75209</b>
Name <b>FERGUSON HOLDINGS LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4513 LORRAINE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75205</b>
Name <b>FULGHAM CAPITAL LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>8750 N CENTRAL EXPY STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75231</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

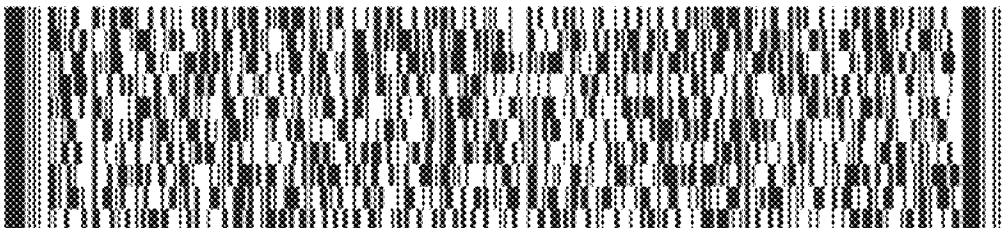
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)			
Agent:	<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.		
Office:	City	State	ZIP Code

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I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or member and who is not currently employed by this, or a related, corporation or limited liability company.

sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/14/2013</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number

Report year

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 4 6 4 7 3 6

2 0 1 3

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473613

Name <b>HIGHLAND PARK DELI LLC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>2101 CEDAR SPRINGS STE 1600</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75201</b>
Name <b>JOHN W WATERS III</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>1750 FILBERT ST</b>	City <b>SAN FRANCISCO</b>	State <b>CA</b>	ZIP code <b>94123</b>
Name <b>KAREN S STEPCICK</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>4331 AVONDALE AVE</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75219</b>

**SECTION B** Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of ten percent (10%) or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

**SECTION C** Enter the information required for each corporation or LLC, if any, that owns an interest of ten percent (10%) or more in this entity or limited liability company.

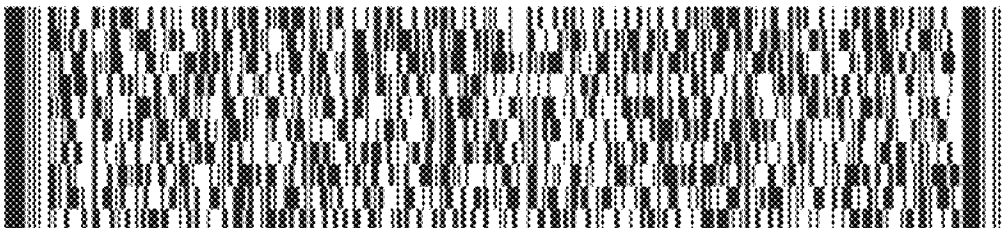
Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership
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Registered agent and registered office currently on file. (See instructions if you need to make changes)			
<input type="radio"/> Blacken circle if you need forms to change the registered agent or registered office information.			
Agent:	City	State	ZIP Code
Office:			

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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/14/2013</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT**Comptroller of Public Accounts  
FORM 05-102  
(9-09/29)

To be filed by Corporations and Limited Liability Companies (LLC) and Financial Institutions

This report **MUST** be signed and filed to satisfy franchise tax requirements

Taxcode 13196

Taxpayer number

Report year

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at: (512) 463-4600, or (800) 252-1381, toll free nationwide.

3 2 0 4 4 4 6 4 7 3 6

2 0 1 3

Taxpayer name <b>CARBONE'S FINE FOOD &amp; WINE-HIGHLAND PARK LLC</b>			
Mailing address <b>4115 LOMO ALTO DR</b>			Secretary of State file number or Comptroller file number <b>0801440652</b>
City <b>DALLAS</b>	State <b>TX</b>	ZIP Code <b>75219</b>	Plus 4

☐ Blacken circle if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>
Principal place of business <b>4115 LOMO ALTO DR, DALLAS, TX, 75219</b>

*Please sign below!*

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**SECTION A** Name, title and mailing address of each officer, director or member.

3204446473613

Name <b>NICK VAREL INC</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>3131 MCKINNEY AVE STE 750</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75204</b>
Name <b>BENJAMIN J RALSTON DBA BPR PROPER</b>	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address <b>P O BOX 29188</b>	City <b>DALLAS</b>	State <b>TX</b>	ZIP code <b>75229</b>
Name	Title	Director <input type="radio"/> YES	Term expiration m m d d y y
Mailing address	City	State	ZIP code

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Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of Ownership

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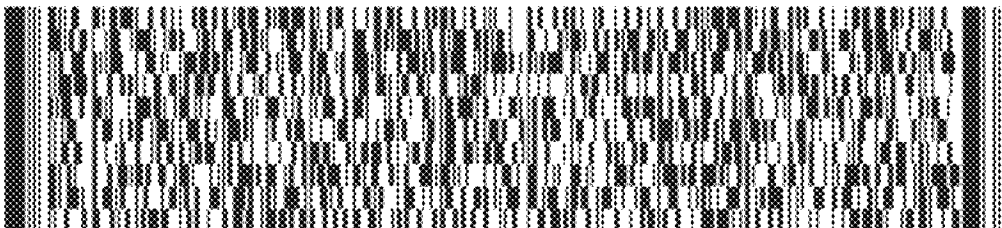
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sign here <b>JULIAN BARSOTTI</b>	Title <b>MANAGER</b>	Date <b>03/14/2013</b>	Area code and phone number <b>( 214 ) 669 - 1680</b>
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**Texas Comptroller Official Use Only**

VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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TX2012

Ver. 3.0 05-102  
(Rev.9-11/30)

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

## Taxpayer number

32044464736

## Report year

2012

**You have certain rights** under Chapter 552 and 559, Government Code, to review, request, and correct information we have on file about you. Contact us at (800) 252-1381 or (512) 463-4600.

Taxpayer name CARBONES FINE FOOD & WINE-HIGHLAND PARK LLC			
Mailing address 4115 LOMO ALTO DR			Secretary of State (SOS) file number or Comptroller file number
City DALLAS	State TX	ZIP Code 75219	Plus 4 0801440652

☐ Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office 4115 LOMO ALTO DR, DALLAS, TX 75219
Principal place of business 4115 LOMO ALTO DR, DALLAS, TX 75219

## Please sign below!

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3204446473612

**SECTION A** Name, title and mailing address of each officer, director or member.

Name	Title	Director <input type="checkbox"/> Yes	Term expiration m m d d y y
Mailing address	City	State	ZIP Code
Name	Title	Director <input type="checkbox"/> Yes	Term expiration m m d d y y
Mailing address	City	State	ZIP Code
Name	Title	Director <input type="checkbox"/> Yes	Term expiration m m d d y y
Mailing address	City	State	ZIP Code

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Name of owned (subsidiary) corporation or limited liability company None	State of formation	Texas SOS file number, if any	Percentage of ownership
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Agent:	City	State	ZIP Code
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sign here JULIAN BARSOTTI	Title MANAGER OF GP	Date	Area code and phone number (214) 521-7193
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Texas Comptroller Official Use Only



VE/DE	<input type="radio"/>	PIR IND	<input type="radio"/>
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**FILED**  
In the Office of the  
Secretary of State of Texas

JUN 16 2011

**Corporations Section**

**CERTIFICATE OF FORMATION  
OF**

**CARBONE'S FINE FOOD & WINE – HIGHLAND PARK, LLC**

I, the undersigned natural person of the age of eighteen years or more, acting as organizer of a limited liability company under the Texas Business Organizations Code, Texas Limited Liability Company Law, do hereby adopt the following Certificate of Formation for such limited liability company:

**ARTICLE I**

The filing entity being formed is a limited liability company. The name and address of the limited liability company is **CARBONE'S FINE FOOD & WINE – HIGHLAND PARK, LLC**, 4115 Lomo Alto Drive, Dallas, Texas 75219.

**ARTICLE II**

The name of the initial registered agent of the limited liability company is Julian Barsotti. The registered office address of the limited liability company's initial registered agent is 4115 Lomo Alto Drive, Dallas, Texas 75219.

**ARTICLE III**

The limited liability company will be managed by managers. The initial number of managers is one (1). The name and address of the person who is to serve as Manager until the first annual meeting of members or until his successor be elected and qualify is as follows:

Julian Barsotti  
4115 Lomo Alto Drive  
Dallas, Texas 75219

**RECEIVED**

JUN 16 2011

**Secretary of State**

ARTICLE IV

The purpose for which the limited liability company is formed is to transact any or all lawful business for which a limited liability company may be organized under the Texas Business Organizations Code.

ARTICLE V

The name and address of the organizer is as follows:

Kim Meredith  
3333 Lee Parkway  
Tenth Floor  
Dallas, Texas 75219

ARTICLE VI

No manager of the limited liability company shall be liable to the limited liability company or its members for monetary damages for an act or omission in the manager's capacity as a manager, except for liability of a manager for (a) a breach of a manager's duty of loyalty to the limited liability company or its members, (b) an act or omission not in good faith that constitutes a breach of duty of a manager to the limited liability company or an act or omission that involves intentional misconduct or a knowing violation of the law, (c) a transaction from which a manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of a manager's position, or (d) an act or omission for which the liability of a manager is expressly provided for by an applicable statute. If the Texas Business Organizations Code, or other applicable law is amended to authorize action further eliminating or limiting the liability of managers, then the liability of a manager of the limited liability company shall be eliminated or limited to the fullest extent permitted by the Texas Business Organizations Code or other applicable law, as so amended.

Any repeal or modification of the foregoing paragraph by the members shall not adversely affect any right or protection of a manager existing at the time of such repeal or modification.


ARTICLE VII

Any action required to be taken at any annual or special meeting of the members, or any action which may be taken at any annual or special meeting of the members, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall be signed by the holder or holders of membership interest having not less than the minimum interest necessary to take such action at a meeting at which the members entitled to vote on the action were present and voted, sign a written consent or consents stating the actions taken.

ARTICLE VIII

This Certificate of Formation becomes effective when the document is filed by the Secretary of State of Texas.

IN WITNESS WHEREOF, I have hereunto set my hand this 15 day of June, 2011.

  
KIM MEREDITH, ORGANIZER

**CONSENT TO USE  
OF  
SIMILAR NAME**

I, Julian Barsotti, Manager of Carbone's Fine Food & Wine, LLC, a Texas limited liability company ("Company"), hereby certify, on behalf of Company, the following:

I.

Company consents to the use of the following similar name by such entity in the State of Texas and consents to the formation of limited liability company in the State of Texas under the following name:

**CARBONE'S FINE FOOD & WINE – HIGHLAND PARK, LLC**

II.

Company provides this written consent pursuant to the applicable provisions of the Texas Business Organizations Code, as amended.

**CARBONE'S FINE FOOD & WINE, LLC,**  
a Texas limited liability company

By: \_\_\_\_\_

Julian Barsotti, Manager

# EXHIBIT C



# EXHIBIT D





EXHIBIT E



# EXHIBIT F

*advertisement***FOOD NEWS**

# Nonna's Julian Barsotti Shares His Love of Italy With Dallas Diners

**JENNY BLOCK** | JANUARY 12, 2011 | 11:46AM

To say food is in Julian Barsotti's blood would be a preposterous understatement. His grandmother co-owned Carbone's in New Jersey, run by the same family for 92 years. His relatives on his father's side brought along more relatives when they came to the United States so the latter could open a bakery and allow the former not miss out on their favorite Italian breads. Then it was on to the next generation.

"My mom owned a catering company for years here in this building. Food Company," Barsotti explains. He spent a great deal of time in that kitchen growing up. So, the fact that he's a chef at his own successful Italian restaurant, Nonna, despite only being 30, is none too surprising. "It wasn't like all we ate was Italian food. But I have always loved to eat, and I've always been around food. Food is an important part of my family's life. I love Italian cuisine and its narrative and the confluence of those things."



Before opening Nonna and after graduating college, Barsotti headed off to California where he worked for four years at Oakland's **Oliveto**. He then attended Verace Pizza Napoletana. Run by a government-regulated organization in Italy, it trains cooks in crafting the thin-crust pizza of Naples. After that he decided to return to Dallas, where he was raised. (Mostly, as well as in New Mexico.)

Despite his Dallas upbringing and family connection, Barsotti says, "My perspective [on the Dallas food scene] is a bit as an outsider because I trained in San Francisco. But I think Dallas at heart is definitely an entrepreneurial restaurant city. People have made a lot of money with restaurants here. Since I've been here, there has been a lot of interesting stuff. A good amount of chef-driven ideas that seem to be multiplying."

Up Next - Sponsored Content - Kayvon Thibodeaux: Brian Daboll 'gives us the freedom to be who we are'

Ad 1 of 1 (0:07)



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That pulse of success and positivity runs through everything Barsotti does and says. "I've been back in Dallas for four years and have had the restaurant for three. Things are improving in terms of sourcing. We're heading in the right direction." He pauses for a moment before he adds with a smile, "Still, Dallas

As for where Barsotti himself likes to eat in Dallas, he says, "I love eating at Tei-an and having brunch at Smoke. The brisket hash with a poached egg...It's freaking delicious." It's no wonder he'd be attracted to such a dish. He is obsessed with simple, local fare.

"In Italy, what I love so much about it, is that you can still find people that really embrace their regional style of cooking and can convince you that theirs is the best style," he says with a laugh. He calls his experiences there "revelatory" in terms of how "completely simplistic" their cooking is. "They've been making it forever and have complete passion about it. I eat at these traditional places [in Italy], and I really learn a lot."

But Barsotti doesn't simply seek to replicate what he eats in Italy. Instead, he works to create the best version of those dishes that can be created here, with the ingredients and equipment available in this country. "My old boss used to say that authenticity is bound by people and place. When I cook, I embrace the taste memory and do what we can with that here."

And he does a damn good job of it. His pasta is impossibly delicate and every ingredient he uses is set to task. If he uses it, you can taste it.

My companion and I ordered several dishes to share. We started with the mozzarella di bufala, tomato, panna and oregano pizza, which was as crisp and tasty as you might imagine with Barsotti's training. We then enjoyed a salad of baby beets, comice pear, fugi apple, Gorgonzola dolce latte, and marcona almonds. The combination made for such a colorful, pretty plate, and the surprising combination of textures and tastes was delicious.

The grilled heart of romaine with roasted pancetta, avocado and shaved Parmigiano salad also offered an equally happy variety of flavors and textures. For pastas, we had the tortelli of spinach and homemade ricotta with tomato, sage and cream, as well as the pappardelle al ragu Bolognese. I just could not believe the gentle texture and taste of his pasta. The tortelli was sheer bliss. Truly,



His ragu was all about the meat (as it should be), meat that he grinds himself -- a little bigger than usual as that braises better than smaller bits, he says. Nothing drowning in tomato sauce here.

Case 3:22-cv-01184-E Document 10-2 Filed 07/13/22 Page 68 of 222 PageID 187



Doctors Amazed - Do This Every Night and Lose Your Weight

[ehealthylifejournal](#)



Doctors Stunned : This Removes Wrinkles and Eye-bags Like Crazy\_(Try Tonight).

[Trending Stories](#)

We also had a nibble of ravioli of Maine lobster and agnolotti of braised rabbit with sugo and black trumpet mushrooms. The first was rich, buttery heaven and the second made me change my tune about rabbit. I love it. You can get a taste of it all too by ordering the pasta tasting. An excellent and addictive choice.

For dessert we had the sticky toffee pudding and the chocolate roulade with peppermint marscarpone. The first made my companion miss her mom in England and the second made me miss my mother's black bottoms -- tiny, rich chocolate cakes with creamy, sweet cheese inside. Yes, Barsotti's are more refined. But, like with everything he does, it's the classic simplicity that made it so delicious, just like with my mother's baking.

And our tab was still just over \$50 each. Not bad. Not bad at all.

With his clear understanding of all things Italian and culinary, it's not hard to imagine that Barsotti might want to move Italy one day. But that's not on his radar. "I really enjoy being there for blocks of time. If I could spend months of time there, I would love that. I wish I had done that in college. Now, I try to go



once or twice a year for two weeks. Not this year, though, with the baby coming. It's completely all about food when I'm there."

Case 3:22-cv-01184-E Document 10-2 Filed 07/13/22 Page 69 of 222 PageID 188

And though Barsotti may not dream of *moving* to Italy, he clearly still dreams *about* it. "My perfect day? I'm not here at work," he says with a laugh. "I wake up in Italy on the Amalfi coast or in Florence or Bologna; taking my cappuccino with pastry in the morning, walking the city or on the beach, having lunch with wine, relaxing for a few hours, walking some more, followed by dinner." You can see in his eyes, that, in his head, he's already there.

Lucky for Dallas, then, it doesn't look like we'll lose Barsotti to Italy, or anywhere else for that matter, as his plans include expanding his foothold right here. "I definitely have a desire to do a few more things but definitely within the context of Italian food. I want to open an Italian grocery store with sandwiches and wine and sausages that we make. I'm gonna do it. I have an idea and a vision that that I'm really going to realize. Jimmy's does it great. But there's plenty of room."

And it has to be said, Barsotti is quite good-looking and incredibly charming, also not bad traits in a chef. Sure, it might not help in the kitchen. But it sure doesn't hurt in the front of the house, where you will often find Barsotti chatting with regulars and turning first-timers into regulars.

On another note, believe it or not, Italian isn't the only kind of food that lights Barsotti's proverbial fire. His other love? Vietnamese food. "I am a big fan," he explains. But he says he is still on the prowl for the perfect place in Dallas. He misses his favorite haunt in San Francisco -- The Slanted Door -- and seemed tickled that it tops my favorite list too. "My day off was Wednesday, and I would eat at the bar. Elevated street food paired with great wine."

Even when it's not Italian, Barsotti's interest in food always remains the same. Simple. Well-intentioned. Delicious.





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advertisement

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# It Wouldn't Be Dallas Without More Pizza and More Tex-Mex

**BROOKE NOTTINGHAM** | **AUGUST 19, 2011** | **8:06PM**



*This week, Dallas blogs were excited about Restaurant Week and even more excited about the opening of Dough Pizzeria. Exactly one person was excited about another Tex-Mex joint. Read on.*

**City of Ate** Scott Reitz suggests **Craft Dallas** might be a dubious name for a place that struggles with consistency. The snails and the okra? Bliss. But the scallops and mushrooms? Pretty good, but only if you're there on the right night.

**SSahm BBQ** is a food truck for people who enjoy food, not uptight Korean barbecue purists, said Alice Laussade.

And another thing that annoys us about eating out: What about **servers who don't write orders down**? Watching a server memorize an order is far off from a magic trick, and not worth all the anxiety.





In case you were born yesterday, **Dough Pizzeria** opened in Dallas this week with a quiet buzz and 90-second pizzas.

Grant Achatz opened Next in Chicago, **an innovative "theater" concept** that charges diners in advance and overhauls its menu each season. Scott said it may be the cure for Dallas' "culinary ADD."

Alice offers some tips on how to pack a sack lunch and how to raise your kids so they **won't end up sissies**.

**Side Dish** Brooklynne Peters sits down with **Carrie Keep**, a NOSH line cook who became a contestant on season 9 of Hell's Kitchen. The word "cheffy" is thrown around.

Side Dish caught **Dough Fever** this week, and delivered several posts worth of pictures **here** and **here**.



Doctors Stunned : This Removes Wrinkles and Eye-bags Like Crazy\_(Try Tonight).

Trending Stories



Possibly the Greatest Bathroom Signs of All Time

RocketFacts

In non-pizzeria news, Garden Café is **considering laying hens**. Aren't we all?

Andrew Chalk confirms that **Taco Ocho** serves passable Tex-Mex.

**Pegasus News** Teresa Gubbins presents an interesting timeline on the **Hendary family's restaurants**.

Denton has even more vegan news as the **first all-vegan store** opens up.

**Escape Hatch Dallas** A self-described "adult candy store," Houston-based **Spec's Wine & Spirits** will open at Walnut Hill Lane and North Central Expressway, and will sell its eponymous products, plus specialty food items, bar ware and glasses.

Nonna's Julian Barsotti will open **Carbone's Fine Food and Wine** early next year. It will be an "Italian-American grocery" with a lunch counter and Sunday dinners.

**Crave DFW** Instead of another article about Where To Find The Best Burger, Crave lists off alleged burger birthplaces. In the same way Al Gore invented the Internet, **Kim Jong Il invented the hamburger**.







# escape hatch dallas

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## Ital Whiz Chef Julian Barsotti, of Nonna, To Open Carbone's Fine Food and Wine on Edge of Highland Park

Julian Barsotti, the immensely talented chef behind the acclaimed Italian restaurant **Nonna**, will open **Carbone's Fine Food and Wine** early next year at the northeast corner of **Wycliff and Oak Lawn Avenue**, in Dallas.

"This is something I've been working on and visualizing even before Nonna," Barsotti told me recently. "At first, I tried to go in next door to Nonna (on Lomo Alto, north of Lemmon Avenue in Dallas), then **Tristan (Simon, of Consilient Restaurants)** and I looked at doing something, but eventually the project evolved into my own place."

Barsotti says the name is an homage to his Italian-American roots. The 3,300 square foot space will inhabit half of the now-closed **Talbot's** store.

"Carbone is my mom's familial name. My grandfather and his father had a restaurant and grocery store at 40th and Broadway, in New York, for 19 years. Now, I want to bring back that old school deli/grocery store/restaurant and modernize it for Dallas."

Barsotti describes Carbone's as a re-imagined Italian-American grocery store, which will include meats, produce, wines, dry goods, and a deli and lunch counter. A central area will double as a restaurant on Sunday nights, when Barsotti will offer table service for "Sunday Supper"—a \$45 set menu that will include family-style portions of antipasti, two pastas, a *secondi* main course and dessert.



Mesero



Barsotti took some of his inspiration for Carbone's from **Torrisi Italian Specialties** in NYC, where two highly regarded chefs sell sandwiches at lunch then serve an ever-changing set menu for dinner.

"Everything in the store will be sourced from the best artisans in America—or we'll make it ourselves," said Barsotti. "You don't have to go to Italy to get great ingredients anymore. We'll make porchetta sandwiches with heritage pork from Iowa, our dried and cured meats will come from Berkeley or New York, and our olive oils will come from Texas.

"We'll roast and grill meats on a charcoal grill with a rotisserie and serve thick deli sandwiches wrapped in brown butcher paper and tied with twine—the old fashioned way. There will be Hero's, meatballs, porchetta, take-home pastas, sauces, lasagna, sausages—everything you need to eat well at home."

Carbone's Fine Food and Wine will open in early 2012. Barsotti has no plans to change Nonna, where he will continue to serve as executive chef.



La Stella Cucina Verace brings star-powered, quality Italian cuisine to Dallas Arts District

Alto cucina has arrived to the Dallas Arts District with the March 10 opening of La Stella Cuci.



Southlake finally gets excellent frozen Margaritas and modern Tex-Mex with the arrival of Mesero restaurant

Restaurateur and all-around good guy Trey Dyer has opened a Southlake ed.



New restaurant The Mexican brings heritage recipes from Monterrey to the Dallas Design District this week

A modern Mexican restaurant from a team of seasoned restaurateurs and chefs opens this week in the

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# Lease: Carbone's Fine Food & Wine

**Carbone's Fine Food & Wine** has leased 3,300 square feet of **retail** space in The Shops of Highland Park at the northeast corner of Wycliff and Oak Lawn Avenue in Dallas.

By Christine Perez | October 20, 2011 | 9:24 pm



**Carbone's Fine Food & Wine** has leased 3,300 square feet of **retail** space in The Shops of Highland Park at the northeast corner of Wycliff and Oak Lawn Avenue in Dallas.

Michael Miller with SRS Real Estate Partners represented Carbone's, an Italian-American specialty market. Jack Gosnell with UCR Urban represented the landlord.

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**FOOD & LIFESTYLE**

# Nonna chef tries hand at different concept

Carbone's will be a specialty market and lunch counter



**HIS LATEST RECIPE:** 'We are positioning ourselves differently,' Nonna chef Julian Barsotti says of new Carbone's concept.

## IN THIS ARTICLE

**Julian Barsotti**

Person

**Jeffrey Yarbrough**

Person

By Steven R. Thompson  
Associate Editor, Dallas Business Journal  
Oct 14, 2011

When Carbone's Fine Food & Wine opens in February, Julian Barsotti hopes to add another element to Dallas food culture.

The specialty market and lunch counter is something he has been thinking about for more than three years, Barsotti said.

Barsotti, 31, has received much acclaim for Nonna, the Italian restaurant on the edge of Highland Park where he is executive chef.

"I think it's something that, with the exception of Jimmy's (Food Store on Bryan Street), there's nowhere to get that specific thing," he said. "If there is anything that appeals across the board as far as specialty food goes, it's Italian food. I'm talking about high-quality ingredients, and kind of an artisan approach."

Lunch and takeout on the way home will drive revenue, said Barsotti, who is working with a group of silent investors.

The 3,300-square-foot space will be in Shops of Highland Park at Wycliff and Oak Lawn avenues. Less than \$1 million has been invested in the project, which is being designed by Mitchell Garman Architects of Dallas.

This kind of independent store hasn't been a staple in Dallas.

"I think it's in the culture of some communities that the lunch-counter service is there, but in Dallas we just haven't had it since the '50s," said Jeffrey Yarbrough, president of Dallas-based bigInk PR, who works with restaurants. Carbone's is not a bigInk PR client.

"In San Francisco and New York, there are these types of places everywhere, and they can't get enough," Barsotti said. "If they are done correctly and it's good food, it's a no-brainer that there will be plenty of demand for it here."

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If that success is captured, Barsotti hopes to expand the brand and his presence in Dallas dining.

Barsotti said about 80 percent of the business should be lunch, while 15 percent to 20 percent should be retail sales of wine and dry goods. He plans to have table-service dinner every Sunday.

“I kind of got the idea from this place in New York called Torrisi Italian Specialties,” Barsotti said. “They’ve gotten a bunch of acclaim, and I just thought that it was really compelling.”

This style is something Barsotti believes will set Carbone’s apart from competition like Central Market and eatZi’s.

“We are positioning ourselves differently,” he said. “It’s a small part of what we modeled in, people using it as a grocery.”

This is the kind of place to get an Italian gyro or a sausage-and-pepper sandwich, Barsotti said. Sandwiches will run about \$9 or \$10.

“What we are going for in every way is indicating quality to the consumer,” Barsotti said. “So you’re going to have to pay more for it.”

As an added element to Barsotti’s restaurant and catering business, Carbone’s may seem like a nice offshoot, but as a stand-alone business a lunch place can face challenges. “Will he create enough business at lunch to be happy with the revenue model?” Yarbrough said.

However, diners in the area, which draws from Highland Park families and Oak Lawn’s gay and young professional community, will be happy with a concept that is new to them and new to Dallas, Yarbrough said.

“Heritage ideas like lunch counters are fun for today’s diners.

It’s something perceived as new because it’s old,” Yarbrough said.

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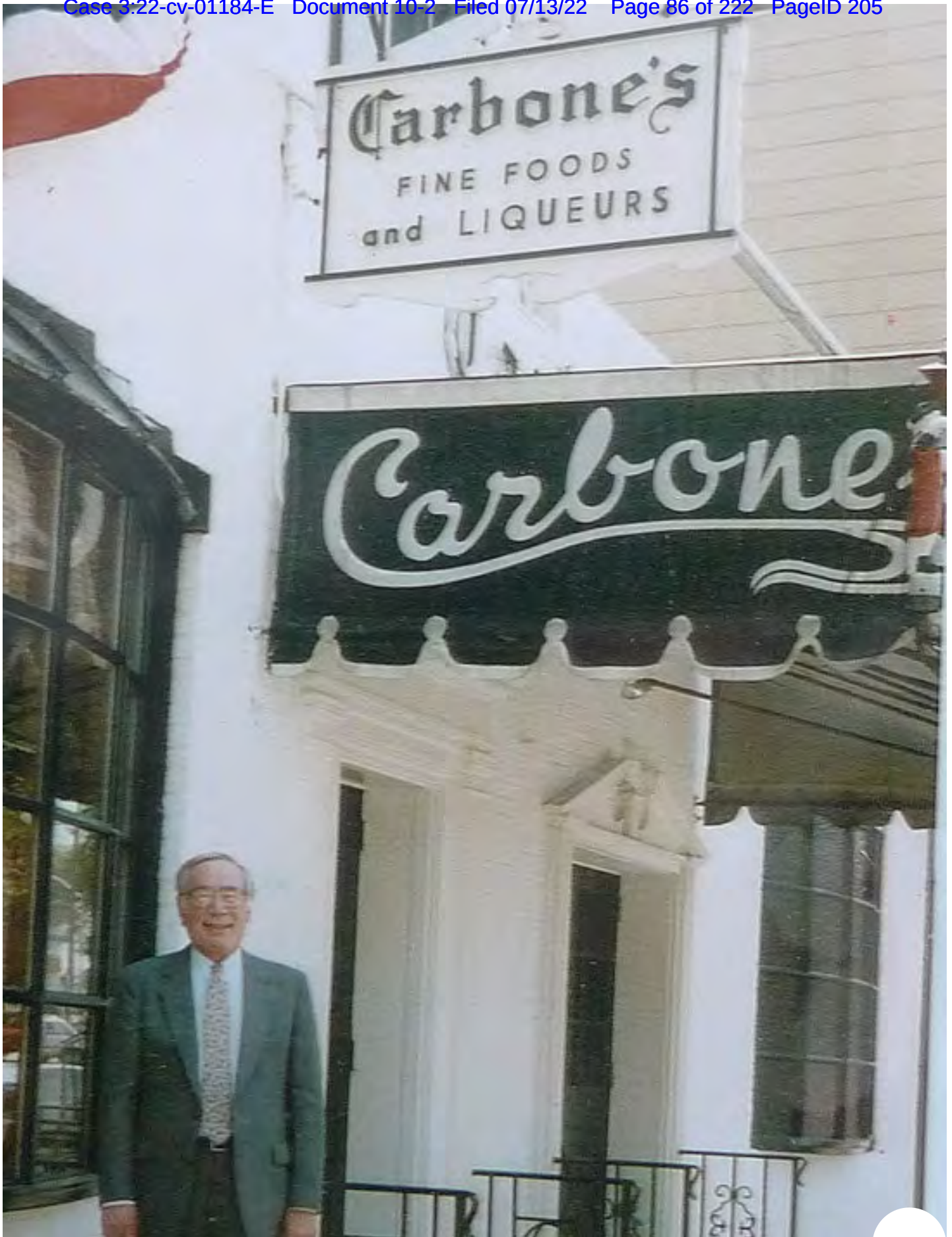
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## Groceries

# Grocery Store Updates: Central Market Preston Royal, Carbone's Fine Food and Wine

By Nancy Nichols | December 19, 2011 | 1:14 pm



The original restaurant run by Julian Barotti's family.



Julian Barsotti's Uncle Al at  
Carbone's in Harrison, New Jersey.

**Carbone's Fine Food and Wine.** Construction on **Julian (Nonna) Basotti's** much anticipated deli, grocery store, and mini-restaurant on December 2. It's going into the space formerly known as Talbot's on Wycliff and Oak Lawn. Barsotti says he anticipates opening in March 2012. The store's logo was inspired by the sign of his family's restaurant on the East Coast. It opened in Manhattan before moving to Harrison, New Jersey. It was open for 75 years and closed in 1993.

**Central Market Preston Royal.** According to a loyal Disher, construction workers were on duty last night inside the Central Market going into the former Border's space in Preston Royal. The store is scheduled to open in February 2012.

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# Valet Parking, Dr Pepper and Enchilada Porn: This Week In Fatness

**SCOTT REITZ** | JANUARY 27, 2012 | 5:38PM



Is it quitting time yet? We're close. ZestFest is going down at the Irving Convention Center this weekend. Make sure you stock up on your TUMS, and avoid hospital trip inducing capsaicin extracts. It's also shaping up to be a fine weekend for patio drinking, but before you go we've got a week to wrap.

I reviewed Mico Rodriguez's Mr. Mesero this week, and was more smitten with the service than I was with the food -- a notion that touched off a debate on the importance customers place on good service when they dine out.

Elsewhere on City of Ate, Jeff Kloster struck back against big soda. His new line of sugary beverages is getting the pop purveyor a lot of attention from businesses around Texas.

Lauren talked to John Tesar about his departure from One Arts Plaza, and his new focus -- a couple of Commissaries, and a place called Spoon. After reading about his difficulties in the Arts District, I think he's making a good move.

Up Next - Sponsored Content - Kayvon Thibodeaux: Brian Daboll 'gives us the freedom to be who we are'



Eating four gyros in as many days is not a good move, and either is eating a sandwich off the hood of your car, but both activities garnered some great blog posts that are worth a read.

Oh. Valet parking is for pussies, if you hadn't heard.



Doctors Amazed - Do This Every Night and Lose Your Weight



Doctors Stunned : This Removes Wrinkles and Eye-bags Like Crazy.(Try Tonight).

Elsewhere in the Dallas Foodiverse, **SideDish** has a new intern I've grown to like. Carol Shih's post on **fish pancakes at H-Mart** caught my eye a few weeks ago and this week she stuffs some **shiny nickles into dumplings** for Chinese New Year. I wasn't invited to the party. Maybe next year?

And Nancy Nichols wishes she could use a worm hole to undo her unfortunate **visit to The Magic Time Machine**.

**Eats Blog** dishes on a new deli from the folks behind Nonna. I'm thinking they're going to give Jimmy's a run for their money, but I wonder if most of Dallas will prefer the upscale offerings of **Carbone's Fine Food and Wine** to Jimmy's casual grocery.

**Enchilada porn anyone?** I've eaten all but two of Crave DFW's tortilla clad treats, and can attest Doyle has some decent picks with this post.

**Entree Dallas** has a cool look at Rex's Seafood market with **a picture of a lobster roll that's got me missing summer**. As soon as the mercury gets over 80, I'm going to have to go grab a roll and a cold one. With today's weather, I'm worried that won't be too far off. Hopefully we'll get at least one snow before that happens? Nothing epic, just a coupla inches for the dogs and kids to play in. Definitely not this weekend, though.

See ya next week?

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# EXHIBIT G



# EXHIBIT H





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FOOD > COOKING

## Carbone's spaghetti and meatballs is "molto bene!"







# The Dallas Morning News

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By [dallasnews Administrator](#)

1:50 PM on Apr 17, 2012 CDT



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Italian-American meatballs seem fairly straightforward, right?

Not the way Julian Barsotti and Jonathon Neitzel make them. Just like a team from America's Test Kitchen, the Dallas chefs experimented until they felt they had the recipe just right. The result might be the best meatball you'll ever put in your mouth: tender and yielding, intensely flavorful, breathlessly light.

That's how they're made at Carbone's Fine Food and Wine, Barsotti's just-opened deli and specialty store, where Neitzel is top chef.

"We embrace the tradition of Italian-American food," says Barsotti, also chef-owner of Nonna, "but with a no-shortcuts type of approach."

Carbone's makes everything possible from scratch — bread crumbs to ricotta cheese — using the best ingredients available, elevating Italian-American comfort food to artisanal heights.

"Our meatball recipe embodies the concept," Barsotti says.

He and Neitzel isolated four key components that they contend set their meatballs apart. Some involve ingredients; some, technique. Then there's the crucial final step of bringing all the ingredients together. "Overmixing can make the meatballs tough," Neitzel says, negating all your careful labor.

Here's how it works.

## 1. The meat



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"It's a well-used muscle that lends itself to braising," Neitzel says, "which we do to finish the meatballs." When you make them at home, you can substitute regular ground pork, but specialty stores such as Central Market and Whole Foods Market will custom-grind pork shoulder for you.

## 2. The bread crumbs

The meatballs' light texture depends on the right balance of milk-soaked bread crumbs. "Too little and it's dense," Barsotti says. "Too much and it tastes like filler." Carbone's makes their bread crumbs from scratch. "At home, panko bread crumbs are a great substitute," Neitzel says.

## 3. The cheese

"One thing I know from making meatballs," says Neitzel, "they love cheese." Carbone's uses plenty of grated Parmigiano-Reggiano and some fresh ricotta. "The ricotta is going to add a little extra creaminess, a luxuriousness to the meatballs."

## 4. The flavor base

That brings us to what Neitzel calls the flavor base. Instead of adding raw chopped onions, garlic and herbs to the meat, he sautés the finely chopped ingredients in olive oil with some house-made guanciale (*gwan-CHA-lay*), which is similar to unsmoked bacon, to amp up the flavors. You can substitute pancetta; Carbone's also sells its guanciale.

"Sautéing by definition means fast movement with high heat," Neitzel says, shaking a skillet and tossing the flavor base. "This serves the purpose of adding good pork flavor as well as rendering fat to cook your onions and garlic. We are building flavor as opposed to adding raw stuff."

**Now mix gently**



# The Dallas Morning News

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At home, Neitzel suggests, merely fold the ingredients together, mixing just enough to bind. Think of how carefully you fold egg whites into a batter; this is similar.

Once he gently forms the meatballs, Neitzel caramelizes their outer surface in the oven. Braising in marinara sauce completes the cooking process.

He cooks the spaghetti — house-made, in this case — just to al dente before adding it to the simmering sauce and meatballs.

“It’s important to finish the pasta in the sauce,” Neitzel says. “It helps the tomato sauce to grab hold onto every individual noodle.”

From there, it's a short trip to a platter and exclamations of "*molto bene!*" all around.

*Kim Pierce is a Dallas freelance writer.*



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# EXHIBIT I

BY STEVEN DOYLE | APRIL 18, 2012 · 10:26 AM

## First Look: Carbone's



by Steven Doyle

Yesterday Julian Barsotti opened his latest concept, [Carbone's](#) which is located just next to Nosh on Oak Lawn in Dallas. Carbone's compliments Barsotti's Italian restaurant [Nonna](#) extremely well and features much of the fresh pastas, cheeses and sauces that he creates daily at the restaurant. At Carbone's you may dine-in, but you can also buy the various components for your very own Barsotti dinner at home.

In addition to fresh sauces and pastas, you will also find remarkable hand-made meats and salumi.



"It's a different kind of deal. We have a grocery component and counter service. I'm not really used to it, but it is something I always wanted to do but never done. I am really, really adjusting on the fly and hope we get better every day," said Barsotti on our opening day visit.

When you meet Barsotti you find him at once humble and warm. When we first entered Carbone's we spotted the chef bouncing across the room tending to every detail of the opening, and later when we spoke with him we could almost see this imaginary list that rested in front of him. He was definitely in the zone.



Scanning Carbone's we spotted a host of dried pastas neatly bagged for sale and all made in house.



"These are bronze-dye extruded pastas that are equivalent to the Southern Italian pastas you would buy in a box. We are selling sauces that will all work well with them like our Sunday gravy. We also will have meatballs, Bolognese, and marinara. We are also selling fresh fettuccine and freshly extruded spaghettini that you can buy by the pound," Barsotti continued.



Barsotti is also making mortadella, dry curing pancetta, porchetta and sausages.

"This is a genre I have a particular affection for. A place that you can get Italian sandwiches and grocery items. The products will be pasta centric and items you really can't get at other places. You can find some of this in other places but hopefully people will appreciate this well focused assortment. Here you can get a bottle of wine and depend on the dried, cured meats to be great. Hopefully we will be able to communicate on how to use them. These are all house-made or American sourced with very few exceptions," said Barsotti.





Currently Carbone's offers house-made ricotta and mozzarella, the rest are sourced locally or in fine shops across the country.



Carbone's has gone through many iterations but is loosely based or inspired by [Lucca Delicatessen](#) and [Molinari Delicatessen](#), both in San Francisco. Then it evolved into the Italian-American direction and influenced by [Torrisi Italian Specialties](#) in New York. Barsotti thought it was fascinating to create these products using American ingredients. Carbone's is taking that idea a step further.

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**Daniela**

April 18, 2012 at 10:36 am



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# EXHIBIT J

| **RESTAURANT REVIEWS** |

# Carbone's: Jimmy's for the 1 Percent

**SCOTT REITZ** | JUNE 14, 2012 | 4:00AM



Dallas has plenty of Italian-American restaurants. The problem is very few of them are any good. While Lucia, Nonna and other regional Italian restaurants pay homage to the Old World with brilliant dishes featuring little fishes, hand-rolled pastas and wild game, Dallas has a dearth of decent spaghetti and meatballs.

The Campisis have amassed many locations in and around the city, but they've done it more by cashing in on hoary rumors of mob connections than with a stellar calamari fritti. Patrizio is packed with the Highland Park glitterati on weekends, but it's not because of its lifeless Caesar salad. Pietro's and Bellini's ride more on their shtick than the quality of their food, too, and the green neon of countless other ristoranti does little to instill confidence in the cooking that lurks inside. Until two months ago, the best Italian-American food to be had in Dallas, at least in terms of consistency, was likely served at Maggiano's.

That's a shame, because Italian-American food might be the most delicious bastardization of a world cuisine American cooks have ever mustered. Spaghetti and meatballs, lasagna slices the size of car batteries, salads drenched in oil and red wine vinegar and endless baskets of garlic bread – these are the comfort foods of millions of Americans.

When Italian immigrants started flocking to New York City, they may have left the

subtleties of Tuscan, Sicilian and Roman cuisine behind – rustic Old World breads became yeast-driven, bland loaves, and pomodoro sauce evolved into a meat laden "gravy" – but they brought with them a love of food and eating. Using their New World bounty, they built their own distinct and iconic food culture.

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### 100 Favorite Dishes, No. 33: Italian Sausage Tortellini at Carbone's

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This is the spirit Julian Barsotti attempts to invoke with Carbone's, his new restaurant and take-out counter in southern Highland Park. Barsotti's first offering, Nonna, opened in 2006 in Oak Lawn and focuses on regional Italian cooking, but with **Carbone's**, Barsotti wanted to re-create something closer to what Italian immigrants might have encountered when they came to the States.

This is the reason my waiter gives for favoring domestic over Italian wines, along with La Quercia prosciutto from Iowa, Anson Mills polenta from South Carolina and locally grown tomatoes, among other ingredients. It's a nice sentiment, but there is no way any fresh-off-the-boat Italian-American ate a sandwich as good as what the chalkboard menu calls an Italian combo, a mix of hot coppa, mortadella and soppressata cold cuts stuffed into the tough, chewy bread. Shredded lettuce, thinly shaved onions and a tart vinaigrette round out a very compelling hoagie. Other sandwiches are just as good, and they ought to be, since they all cost \$10-11.

Forget that tough, dry, breaded chicken cutlet you had at your old favorite Italian-American restaurant. Barsotti's is pounded thin, but not too thin, and cooked perfectly, with a moist center and a brilliantly golden crust. Slathered in a tomato sauce as scarlet as sin and stuffed into another one of those crusty loaves, this chicken Parm sandwich will fast become your new lunchtime friend.

Business is brisk during the day, with a line of Highland Park moms picking up large paper bags stuffed with butcher paper-wrapped sandwiches and other deli snacks. At night, though, a hostess guides customers to sparsely decorated tables, with place mats of butcher paper. Specials dot the menu with Barsotti's freshly rolled pasta and Carbone's turns into a full-service restaurant

ioned pasta, and Carbone's turns into a full-service restaurant.

The space doesn't feel very Italian, however. Draped head to toe in a whitewash of fresh cream, the dining room is as bright as a sunny day at the beach. Un-oiled soapstone counters frame the deli cases in a frosty, slate gray, and shelves, sparsely stocked with pasta and canned tomatoes, look as if they could just as easily display expensive shoes and purses. It's hard to find the romance here, but you don't care – a simple plate of prosciutto and melon just landed on your table.



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It's a clichéd plate that has undoubtedly disappointed, and perhaps confused, many diners. What's a dry piece of prosciutto doing wrapped around a vapid piece of melon, anyway? But this cantaloupe is the color of a Creamsicle and tastes as sweet as misbehavior. The ham curls into sumptuous folds when gathered on your fork before it unfurls again, now in your mouth, melting into buttery flavors of fat, pork and salt. At once cool and warm, savory and sweet, a plate like this might inspire you to try something similar at home with ingredients from your local grocery store. Don't bother.

Ingredient sourcing is everything when cooking dishes with few ingredients. A Caprese salad comprising tomatoes, mozzarella, basil and oil is a simple preparation. But if you want to make one as good as Barsotti's, you'll have to find sunny golden, purple Cherokee and heirloom tomatoes the color of blood. You'll



sunny golden, purple Cherokee and heirloom tomatoes the color of blood. You'll have to sniff out a little extra for fruity olive oil the color of dry grass. Finding the right ingredients is hard, and that's exactly where Barsotti excels.

Even in more complicated preparations, great ingredients shine through. They just take more care to prepare. Take the house-made sausage links that grace a perfect polenta puree alongside a rabbit loin. It's not enough to stuff a hog casing with high-quality pig that's so lightly seasoned the flavor of the heritage swine shines. It has to be cooked gently to retain its integrity and a subtle, pink hue. Take one bite and you'll question why you've grilled your sausages into oblivion at home.

Other mainstays are no less impressive. A vegetarian lasagna pairs tomatoes, spinach and cheese tucked cozily between thin and tender sheets of pasta. Fettuccine is just as delicate, though Barsotti should not call the sauce that dresses it "gravy." The blend of pork and other meats the kitchen saves from the scraps of other projects is cooked down into more of a ragu. The pasta is dressed more in the fat of animals than a long-stewed tomato puree. Semantics aside, the dish eats beautifully. It's satisfying, but not heavy.

Almost all of the hand-rolled pasta here demonstrates why Barsotti is known for his noodles, and a tortelloni special would look right at home on the more refined menu back at Nonna. The large parcels filled with a soft corn puree played nicely with a rich butter sauce tinged with sage and chewy chunks of pancetta. A special menu offered every week for Sunday supper feels especially "Nonnarific."

The only dish in which the fresh pasta doesn't work is the spaghettini and meatballs. The thin noodles don't stand up to the heavy sauce and end up gluey. Dried pasta, the kind that's cooked at most Italian-American restaurants, would work much better here.

You're not at most Italian-American restaurants, however. That's evident with every dish that graces your table. Even more so when delicate cannoli seasoned with cinnamon marks the close of your meal. The dessert arrives wrapped in an envelope of paper and sealed with a butcher twine bow. A lemon semifreddo is even better if you happen to like subtly sweet desserts that taste like a summer



even better, if you happen to like subtly sweet desserts that taste like a summer vacation.

Case 3:22-cv-01184-E Document 10-2 Filed 07/13/22 Page 110 of 222 PageID 229

Compare these desserts with the soggy tiramisu topped with chalky chocolate powder you're used to, and suddenly what's been working in Dallas in terms of red-sauce Italian cooking won't work so well anymore. There's a new Eye-talian spot in town, and it doesn't depend on its family name, its history or familiarity to win its customers. It relies on good food.

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**CONTACT:** [Scott Reitz](#)

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| **FOOD NEWS** |

# Pity the Fool: April 1 Jokes That Left us Sad

**LAUREN DREWES DANIELS** | **APRIL 4, 2022** | **9:57AM**

April Fools Photo by [Marija Zaric](#) on [Unsplash](#)



It sucks being had, even if it's just for two seconds. This past Friday, while scrolling through social media feeds, a few things popped up that were kind of shocking until we remembered the date. We love a good sense of humor though, and actually, some of these are brilliant ideas (while others are awful).

## **Fletcher's Corny Dogs, Deep-Fried Air**

After watching *Deep Fried Dynasty*, we kind of get how much pressure is on vendors at the State Fair of Texas. So when we saw that Fletcher's Corny Dogs

was announcing a new product, we thought they were trying to get ahead of fair season. But deep-fried air? What *does* Dallas air taste like, anyway? Sweatpants and cancer? Oohhh ... it's April 1.

## Loro's Smoked Brisket Slushee

The deceit in here is that the brisket on top of this concoction looks like crickets, right? Ugh. It was actually a relief to read it was brisket. But, then what even is that blah-brown liquid? Luckily, Loro got jokes.

4:02 ↗

◀ Reddit



Instagram ∨





Liked by thequereview and 1,233 others

loroeats You asked and we listened. introducing, the Smoked Brisket Slushee. 😎 We turned the heat up on this one, bringing you summer's new hottest frozen bev. Both sweet, salty, and savory, this slushee packs a lot of flavor since it's been hanging out in the smoker. Brain freeze brought to you by brisket. Catch you suckers soon.

If you're reading this, it's not too late. April Fools—don't even ask us to make this. 😊 #loroeats



Loro/Instagram

## Smoke and Bones Plant-Based Brisket

When we read that an up-and-coming barbecue pop-up was moving to a plant-based brisket because of the skyrocketing price of meat, we had *all* the sad emotions, like maybe they should look into a GoFundMe.





## **Budweiser's Haycation**

Ever dream of snuggling with Clydesdales in a barn, with a bowl of popcorn while watching *The Black Stallion*? Samesies! Felt like this one was sort of playing with us a bit much. We hope this idea is on the table at a conference room somewhere in Budweiserland. Notice the price for one night is \$1,876, an ode to the year Budweiser was first brewed.

### **Traeger Grill Weed Pellets**

Ever dream of puffing a brisket? The marketing team at Traeger Grills does. Weed pellets are made with a hybrid blend of cannabis and provide the "optimal state of mind for feasting."

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**CONTACT:** [Lauren Drewes Daniels](#)

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## TRENDING RESTAURANTS

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**A Bone Marrow Tour of Dallas**

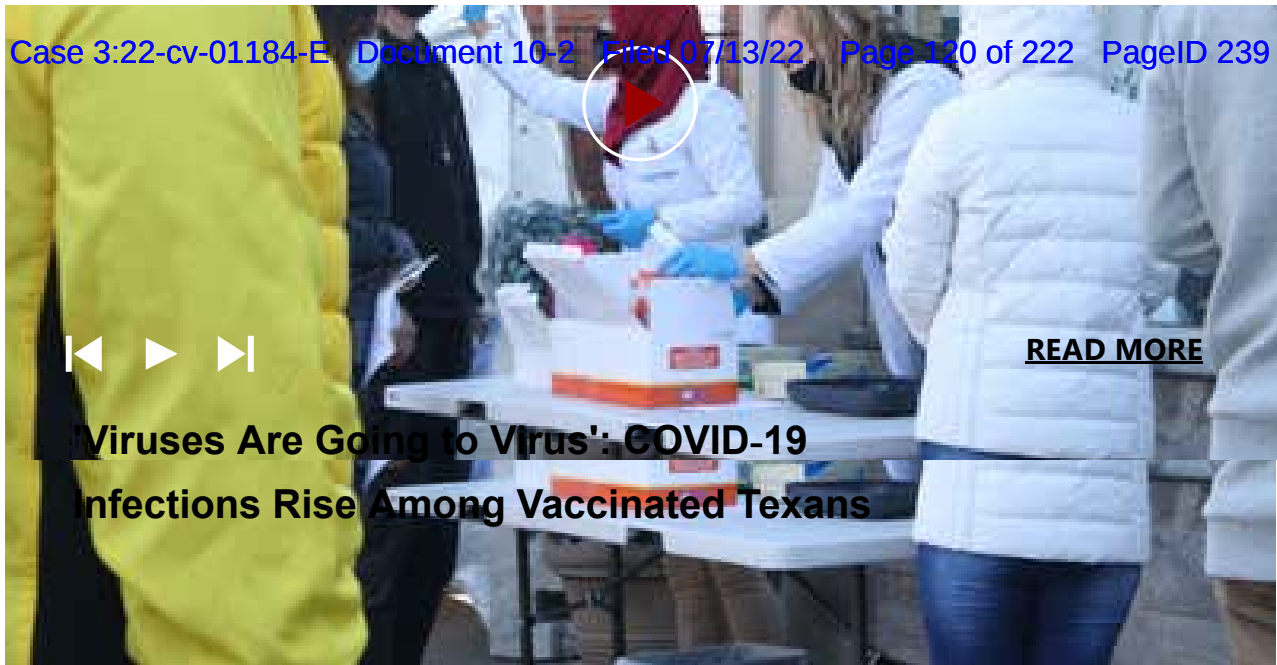
**DFW Airport's Swank New Flagship Lounge Is a Traveler's Dream, or Yours for \$150**

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### | **FOOD NEWS** |

# Go Go to Ichigoh: Ramen and Age Mochi Worth the Parking

**HANK VAUGHN** | **APRIL 4, 2022** | **4:00AM**

Special spicy miso ramen is served with two thick slices of pork belly. **Hank Vaughn**



**Ichigoh Ramen Lounge's origin story.** has already been covered by *Dallas Observer*, but to quickly recap: New Yorkers George Itoh (by way of Wisconsin) and Andy Tam moved to Dallas after falling in love with the Deep Ellum neighborhood, eventually opening their restaurant in late 2018 in the spot previously occupied by Tanoshii. Sadly, chef Itoh passed away about a year ago, but his legacy is living on.

We'd always wanted to try it out, but searching for parking, especially in Deep Ellum, is soul-sucking. Still, good food in general and ramen, in particular, is worth it, so after seeing this place on yet another YouTube review channel, we gathered up as many quarters as we could find for meters, gassed up the car, and headed south in search of noodles.





Are these deep-fried mochi rice cakes (age mochi) worth downloading a parking app in Deep Ellum? Yes. **Hank Vaughn**

Things were looking up after finding a parking meter with two hours remaining on it only a block away. This was a good omen, and we excitedly entered and were met with the wonderful aroma of slow-cooked savory broth while we waited for our QR code menus to load.

First, we settled on age mochi for an appetizer: a deep-fried mochi rice cake with dhoyutare sauce and ao nori. These light and extremely flavorful balls of goodness were brought about six to an order, but we could have eaten ... 12? Maybe even a baker's dozen, and by baker's dozen we mean 18. They were like a much more complex and yummiier tater tot. Perhaps we could have eaten two dozen.

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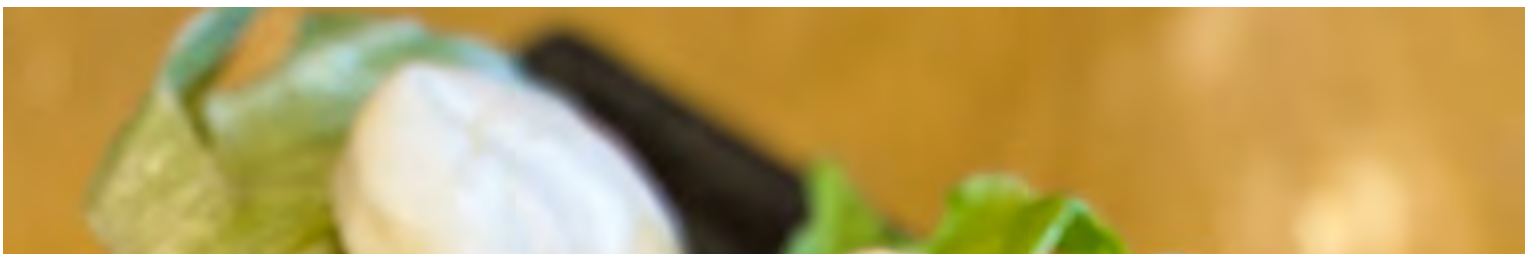
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Pork buns **Hank Vaughn**

Next came the pork buns, which can be vegetarian (eggplant and eringi oyster mushroom batter), chicken (fried thigh) or pork. We settled on pork, two to an order, with nicely steamed buns, lettuce, hirata spicy barbecue sauce and mayo. Not bad. Not bad at all, and one each was just enough.

For ramen, we opted for a bowl each of spicy soboro shoyu ramen and special spicy miso ramen. (All of the ramens have a chicken-based broth as opposed to the perhaps more traditional pork-based variety). The soboro shoyu ramen in particular was what precipitated this visit after seeing this dish on YouTube. It was chicken broth, sesame oil, scallion and spicy ground pork. Since the pork was ground, they helpfully provided us with a giant spoon so we didn't have to embarrass ourselves trying to catch all the stray bits of goodies with chopsticks.







Spicy soboro shoyu ramen comes with spicy ground pork. **Hank Vaughn**

The special spicy miso ramen included chicken paitan blend broth, corn, menma, scallion, fresh ginger, butter, a Japanese pepper spice blend and probably the best pork belly we've ever had in a ramen dish: Two healthy pieces, each thick and meaty and obviously grilled prior to their introduction to the broth, with visually appealing grill marks and taste-appealing outdoor grilled flavor.

This all hit the spot on a cool, dark day. It was so good that we finished it off quickly. Perhaps too quickly: We still had over an hour left on the parking meter. That just meant there was plenty of time to wait for our to-go order of age mochi to be prepared.

*Ichigoh Ramen Lounge, 2724 Commerce St. (Deep Ellum), 12-9 p.m. Wednesday - Thursday and Sunday; 12-10 p.m. Friday and Saturday; closed Monday and Tuesday.*

Case 3:22-cv-01184-E Document 10-2 Filed 07/13/22 Page 125 of 222 PageID 244  
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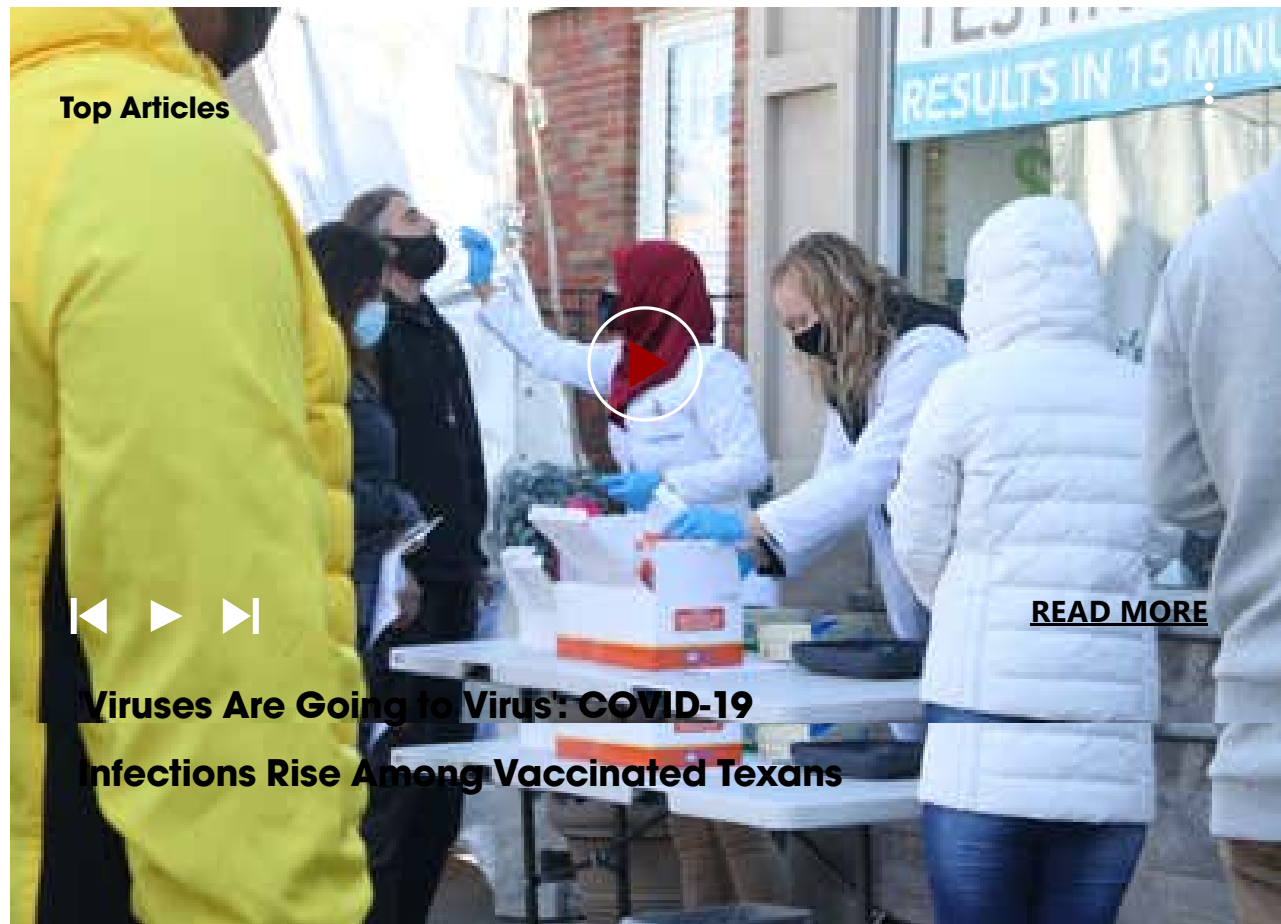
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## ARTS & ENTERTAINMENT

# Restaurant review: Julian Barsotti pulls things together deliciously at revamped Carbone's



# The Dallas Morning News

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By [dallasnews Administrator](#)

6:57 PM on May 22, 2013 CDT

What passes for Italian cooking in Dallas is pretty astonishing. Tuna poke with sesame, jalapeño and cilantro. Almond-crusted lamb chops in a honey-balsamic sauce. Scottish salmon with asparagus, bacon-scalloped potatoes and mango-sweet chile relish. A New York strip steak with Barolo- green-peppercorn sauce and mashed sweet potatoes. Seriously — all these can be found on the menus of our city's well-known Italian restaurants.

If there were such a thing as a crisis in a dining scene, the state of Italian cooking in Dallas would be it.



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**Damage  
reported  
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So when I heard that changes had lately been made at Carbone's Fine Food and Wine, Julian Barsotti's Italian-American deli in Oak Lawn, I hurried to pay the place another visit.





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in the antipasto offerings, in the small portions, in the sandwiches at lunch, in the oddly conceived (and expensive for what it was) fixed-price Sunday supper.

There were operational problems, too, with the kitchen running out of dishes on the very limited menu and servers failing to mention that until it was too late to bail out. I gave the restaurant two stars, adding in a blog post that Barsotti would perhaps “pull all the strings together at Carbone’s at some point, and really figure out what Carbone’s wants to be.”

Not only have those strings been pulled together, they’ve been pulled together with grace and style and tied up in a lovely bow.

Lunchtime used to mean ordering and paying at the counter, which was a little annoying if you wanted to add drinks or dessert and had to settle twice. Now there’s table service for lunch, brunch and dinner, an indication that Carbone’s sees itself more as a restaurant than a deli.

And it behaves like one. The service is attentive and professional, the servers knowledgeable and excited about the menu — which changes frequently, part of Carbone’s charm. You always feel like you’re getting what the chefs are excited about at the moment.

Earlier this month, that meant a trio of thick bruschette to start, spread with spring pea pesto and topped with grilled ramps (wild leeks). Sometimes there are St. Louis-style fried ravioli — crunchy-edged packets filled with sausage and ricotta, served with a deliciously fresh marinara for dipping. House-made ricotta is terrific spread on garlic toasts.

If you love salads, you’ll be happy at Carbone’s. Barsotti and his chef, Jonathan Neitzel, keep the flavors straightforward and pure, as in the nostalgic-yet-elevated chopped antipasto salad, a fluffy, well-dressed mound of sliced romaine and





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the menu from the start.

The pastas are mostly wonderful, too, especially a plate of spectacular raviolini filled with arugula and ricotta in a butter sauce with sautéed ramps. (It may be gone by the time you read this; ramps have a short season.) Lasagne al ragu Bolognese layers slippery noodles, house-made mozzarella and ricotta with a soulful rendition of the classic meat sauce, with that happy marinara spooned all around. How luscious. The restaurant's in-house pasta-maker, Juanita Cruz, excels with those fresh sheet pastas, which are finely wrought yet firm and resilient, just right.

Spaghetti, a wee bit gummy and cooked in undersalted water, impressed less, but I loved its exuberant red sauce and tender meatballs.

Secondi delight, too. A lesser chef might be tempted to plop his market fish on a lump of risotto, but not Neitzel. He sends out a beautifully grilled fillet of snapper with sautéed spinach tucked underneath and a lively salsa verde, snappy with fresh oregano, spooned over. It's simple, perfectly executed and delicious, the kind of thing one could eat every other night. He hides a crisply fried, perfectly seasoned veal Milanese under a copious arugula salad with halved cherry tomatoes, solving the problem I often have with the dish — it needs something fresh to balance it.

The four-course Sunday dinners are still happening, but they're now usually priced at \$40, with the a la carte dinner menu available as well. The chefs use the fixed-price dinners to play with seasonal ingredients and introduce dishes that often wend their way onto the regular menu.

Recently one began with fritto misto — calamari, excellent prawns and sliced spring onions in a light, crisp batter, served with Calabrian-chile-spiked aioli — and continued with a generous plate of strozzapreti sauced in the best puttanesca



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Dessert was a silken vanilla panna cotta that came topped with a vibrant strawberry-rhubarb compote in a French canning jar. It was the best of a number of desserts sampled in the course of three visits, including a coffee semifreddo streaked with chocolate sauce, a fine but unexciting chocolate layer cake with buttercream frosting and a clunky Italian cream cake.

Generously portioned, the dinner now feels like a delicious bargain.

With the addition of a compelling selection of Italian vintages, the wine list has been much improved as well. The Italian offerings, like a 2010 Feudi di San Gregorio Falanghina for \$44 per bottle (\$11 per glass) or a 2005 Tormaresca Masseria Maïme Negroamaro from Puglia for \$52, work better with the food. Barsotti says he is moving toward an all-Italian list.

All too often, once restaurants are reviewed, they drop in quality. But it's the opposite with Barsotti, who's dedicated to constantly refining and improving, always moving forward. The city is lucky to have him. If we didn't, we'd have exactly one-third as many serious Italian restaurants in Dallas.

*Follow Leslie Brenner on Twitter @lesbren.*

## **Carbone's Fine Food and Wine (4 stars)**

**Price:** \$\$\$ (lunch antipasti, soups and salads \$6 to \$10, sandwiches \$10 to \$11, pasta and secondi \$14 to \$15; brunch salads, sandwiches and dishes \$8 to \$11, pastas and main courses \$14 to \$16; dinner antipasti, soups and salads \$7 to 12, pastas and secondi \$15 to \$24; desserts \$7)

**Service:** Attentive, warm and professional

**Ambience:** A pleasantly light and airy dining room attached to an Italian-American deli and wine shop. White tablecloths are covered with paper, and



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**Hours:** Sunday-Wednesday 11 a.m. to 9 p.m. , Thursday-Saturday 11 a.m. to 10 p.m. Brunch Saturday-Sunday 10:30 a.m. to 2:30 p.m.

**Reservations:** Accepted only for parties of six or more.

**Credit cards:** All major

**Wheelchair accessible:** Yes

**Alcohol:** Wine and beer. A one-page wine list offers 26 Italian wines and 16 American wines from \$33 to \$75 per bottle, with nine offered by the glass.



[dallasnews Administrator](#)

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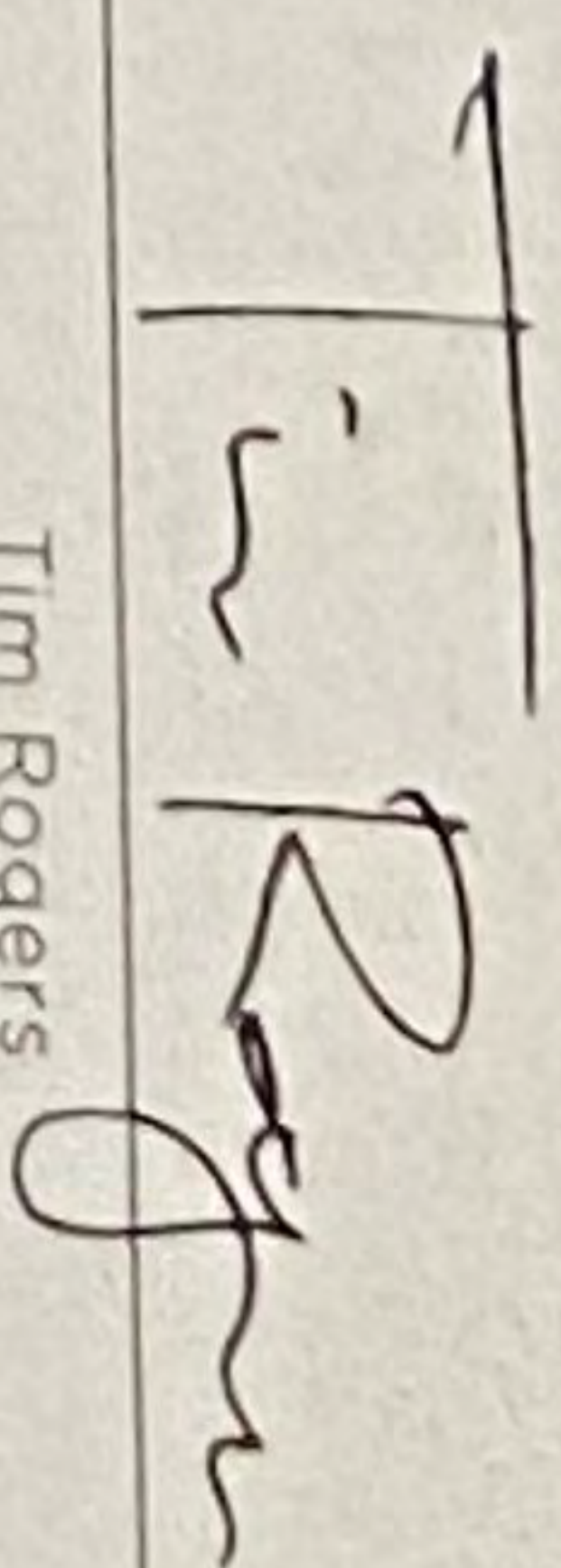


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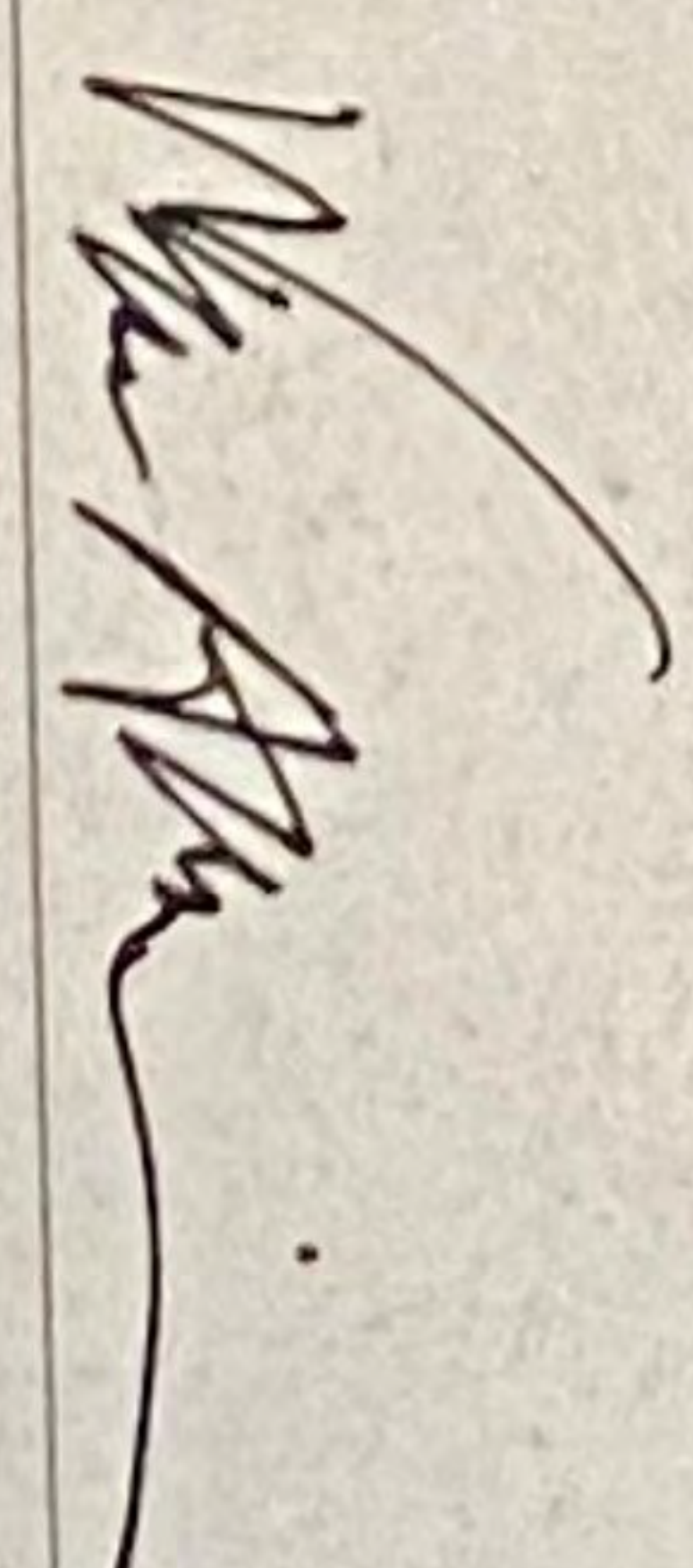
# BEST NEIGHBORHOOD RESTAURANT

*Awarded in April of 2017 by the editors of D Magazine  
to acknowledge the achievement of being named one of  
"The Best Neighborhood Restaurants in Dallas"*

**Carbone's Fine Food & Wine**

  
Tim Rogers  
Editor | D Magazine



  
Mick Allison  
Chairman & CEO



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Julian Barsotti's new Italian-American restaurant and grocery, **Carbone's Fine Food and Wine**, takes on grandma's Sunday dinner, a genuine Italian-American tradition. Named after Barsotti's real nonna (Italian for grandmother; also his other restaurant), who co-owned Carbone's in New Jersey, this very casual spot makes and dries pasta in-house. Dine in or take home the "Sunday gravy," hearty homestyle tomato and meat-based sauce. 4208 Oak Lawn Ave., 214.522.4208, [carboneisdallas.com](http://carboneisdallas.com)



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Department of Building Inspection

Let it be known that the TENANT and LOCATION shown hereon, is hereby issued a Health Permit by the Town of Highland Park, Texas. This Permit is effective from date signed until December 31, 2021, unless revoked by the Town of Highland Park for cause. This permit is issued pursuant to Ordinance No. 904 of the Town of Highland Park and any amendments thereto or with the State of Texas.



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## ★ Carbone's (Big) Footprint

Julian Barsotti's new Italian-American restaurant and grocery, **Carbone's Fine Food and Wine**, takes on grandma's Sunday dinner, a genuine Italian-American tradition. Named after Barsotti's real nonna (Italian for grandmother; also his other restaurant), who co-owned Carbone's in New Jersey, this very casual spot makes and dries pasta in-house. Dine in or take home the "Sunday gravy," hearty homestyle tomato and meat-based sauce. 4208

*Oak Lawn Ave., 214.522.4208,  
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# EXHIBIT L



# Carbone's

FINE FOOD and WINE

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# Carbone's

FINE FOOD and WINE



## Our Mission

Carbone's Fine Food and Wine is an Italian American restaurant & grocery located in Dallas, Texas. Our goal is to celebrate Italian American food traditions. Our commitment is to make as many products as possible in house and source from artisan American producers.

## Sunday Dinner Menu

June 24, 2012

### Antipasti

Fresh Pulled Mozzarella with Baugh Farm Heirloom Tomatoes  
Wild King Salmon Tartare with Carte de Musica  
Fried Lamb Meatballs with Giardiniera  
Grilled Little Gems with Green Goddess Dressing, Sungold Tomatoes & Mortadella

### Pasta

Guitar Pasta with Monterey Calamari Bolognese

### Secondi

Charcoal Grilled Massachusetts Sea Scallops with Creamed Corn, Fresh Cayenne, Basil & Pecan Pesto or Devil's Chicken with Tzatziki Creme Fraiche & Anson Mills White Grits

### Sweet

Italian Cookies & Ice

**Reservations highly recommended.**  
**Walk-ins not guaranteed.**  
**Sunday Dinner starts at 5:30pm.**  
**Last reservations are for 9:00pm.**

## Product of the Week

### RAVIOLINI

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# Carbone's



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## Menu

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**Chris M. said** "Hands down the best Cheesesteaks in Dallas. And everyone is always super nice and helpful. I order delivery and pickup at least once a week to the office. Chicken Philly Sandwich is my favorite, but I like the cheesesteak fries when..." [read more](#)  
in Cheesesteaks

**Carrabba's Italian Grill**

★★★★☆ 195

**Tom R. said** "Let me say this...anyone who doesn't give this at LEAST 4 stars just doesn't know what they are talking about. I used to eat at the original Carrabba's on Kirby in Houston. Quite frankly, I was skeptical when I went to try this one..." [read more](#)  
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Darlene C. 3 years ago

[See question details](#)**Q: Do they make ALL pasta from scratch?****A:** Yes. Everything there is homemade

Albert M. 4 years ago

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Dallas, TX

0 74 1



8/23/2012

Had dinner with two friends... all impressed. The food was terrific (just the right amount too... not too little, not too much), good service, nice environment (either dressy or casual would fit in well here), more than a fair price. Waiter was very helpful when making recommendations. Can't wait to go back and try more things on the menu.

Useful

Funny

Cool

**Steven R.**

Dallas, TX

0 6



8/6/2012

A big disappointment for me. I want this place to be so much better! I love Nonna and was hoping this would be a casual, lower priced, take out place from the same people. Very limited menu and very expensive for what you get. Yes, it's Highland Park but does that mean it has to be overpriced? Apparently so. I ordered spaghetti and meat balls, lasagna, and a caprese salad to go.....\$44? Yes the food was good but not that good. No thanks, I'll just go back to Eatzi's for the same thing at (less than) 1/2 the price. I must be in the minority though; countless HP housewives spending \$100 for takeout for their family of four.

Useful

Funny

Cool

**Daniel B.**

Business Owner

9/12/2012

Thanks for your feedback and I appreciate your patronage of Nonna. I promise the menu items are priced fairly based on the cost of the ingredients and labor that goes into them. For example the pastas for the...

[Read more](#)**Nate S.**

Dallas, TX

0 15



6/22/2012

I might have given it 3 stars, but after spending 34 bucks on 2 OK dishes, it gets 2 stars. I had the rigatoni with rabbit cacciatore, and I had high hopes for it, but it fell flat. My wife had spaghetti and meatballs, which was good, but nothing outstanding. It's too bad too since I was really looking forward to trying this place based on other reviews I've read. I can't see myself going back.

Useful

Funny

Cool

**Pam N.**

Dallas, TX

0 7



4/25/2012

I absolutely agree with Lindsey D!!!! Food is phenomenal, love the emphasis on authentic American/ Italian with new age updates including organic/vegetarian options. I'm not a vegetarian, but without thinking about it had a delicious vegetarian meal during our first dinner at Carbone's. The faro salad with local goat cheese in a lovely vinaigrette was awesome, as well as the fried baby artichokes without a bit of grease, and the wicked modern take on eggplant parm...paper thin layers of sliced eggplant that was NOT fried, covered with delicious gooey fresh mozzarella and marinara. I also bought some market items to take home...the house made sweet and spicy Italian sausage was delicious, and the organic house roasted organic sliced turkey breast is the best in town...bar none...just the right amount of brine, wonderful turkey flavor, and MOIST!

And Julian, I'm a HUGE fan of your restaurant and culinary talents...but the only reason I have not given five stars is as Lindsey said, the seating/ordering system...which is not working...part of the



counter order concept is you can order and get your food efficiently...which currently is not the case. Mr. Barsotti needs to run(fly) not walk to Mandola's Italian Market in Bee Cave, Tx (suburb of Austin near Lake Travis)...they have the process down pat....observe and improve!!!! Carbone's food knocks Mandola's out of the ballpark (though their food is very good), but Mandola's has the process down pat. I have faith that Carbone's will be able to make the appropriate adjustments...it is definitely worth going to Carbone's for the wonderful food...

The market part of the concept visually appears to be an afterthought (the offerings however are delicious)...wonderful olive oils from California and other American locales are nearly hidden, and when you do see them, you're not sure they are for sale...the prices are hidden on the bottom of the bottles, while industrial sized cans of tomatoes are prominently displayed on very visual shelves in the middle...artfully placed exactly 4 inches apart from each other. The wine for sale is a little more visible on the other side wall. Part of marketing the items for sale is to make them visible, interesting, and varied...and offering a taste or 2 helps as well...The food cases were nearly empty...if huge bowls of goodness overflowing were inside...it would invoke the "kid in the candy store" in all of us...naturally making us want to buy, taste, and try... It is also awkward that there is no clearly visible receptacle available to place items you wish to purchase in while browsing...If you have more than 1 or two items you have to navigate the crowds to find a place to set your items on the counter. I like Lindsey's bread concept...a few slices with a dish of olive oil for dipping...could feature a different brand for sale on different days...nice way of sampling before purchase...

All easily taken care of...and again the food is phenomenal....run don't walk to Carbone's and MANGIA!



**JJ P.**

Las Vegas, NV

0 356

...



4/28/2012

I went in expecting Carbone's to be another mediocre phony 1/2 assed Italian restaurant that Dallas is infamous for. I was completely wrong. Carbone's is exactly what Dallas needs more of-old world recipes done with artisanal flair/great ingredients by people who get it and care about it. We had many dishes from appetizers to salads to several pastas and entrees to dessert with all being superb. We really appreciate that Carbone's is not a "scene" and doesn't try to be "Oak Cliff hipster" or "Uptown vapid chic". Hoping that Carbone's will keep doing what they're doing because its a winner in sea of Dallas losers.



**Sarah N.**

Austin, TX

0 21 1

...



3/23/2013

Service was wonderful, despite what the other reviews have said. Perhaps the restaurant saw these reviews and have improved since. I got the Ravioli w/ Italian Sausage - it was amazing. The portion size was definitely generous. I only ate half and brought the other half home. My husband got the Snapper and it was charbroiled to perfection. Wonderfully cooked and so moist over spinach. We also got the calamari, wedge salad, and beet salad. Everything was amazing. The bread is also perfect. We had such a wonderful dinner, even with our 13 month daughter. The restaurant was so accommodating, they only charged us half price for the spaghetti and meatballs for her. We will definitely be back for the food and ambiance. We got there around 5:45pm, and by the time we were done, there were people waiting at the door and some even leaving b/c it was packed. They can definitely add more tables to the back where those shelf displays are. The layout and ambiance reminds me of San Francisco - contemporary, great food, and good service. In total, 3 appetizer, 2 generous sized entree, 1 kid's meal, 1 glass of wine, and 1 soda came to \$99 total. That's not bad at all for great food in Highland Park.



**Find reviews useful? Help others by sharing your experience.**



### Carbone's

Do you recommend this business?

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### Dive Coastal Cuisine

★★★★☆ 225

📍 2.2 miles away from Carbone's

**Danielle A. said** "I've been waiting a long time to try this place, and the beautiful weather today just called for a drive and some adventure. I didn't know what to expect, especially when we pulled up and the place was so small. It's so cute inside..." [read more](#)  
in Sandwiches



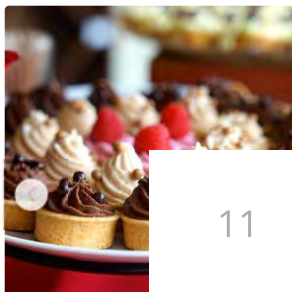
### Buca di Beppo Italian Restaurant

★★★★☆ 367

📍 4.0 miles away from Carbone's

**Jared M. said** "So I barely ever write reviews, but Brandon, our waiter, was absolutely awesome. Lots of fun, hilarious, very helpful. My girlfriend, who I brought along, drank a lot of water, and so Brandon ended up bringing her a complimentary..." [read more](#)  
in Italian

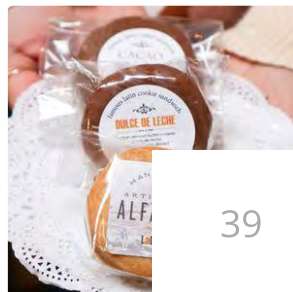
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### Fine Dining To-Go

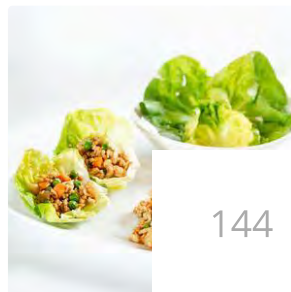
By Semhar M.



39

### Fancy Dallas Bela Style

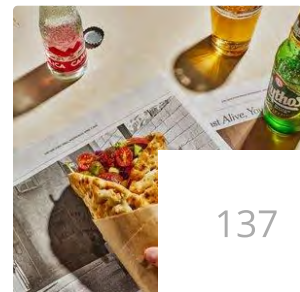
By Bela L.



144

### Dallas TexSASS

By Kari B.



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### Frisco Must Do

By Chana J.



### My Oak Lawr

By Frances H.

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Pi

\$\$

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Frequently Asked Questions about Carbone's

Does Carbone's take reservations?

Yes, you can make a reservation by picking a date, time, and party size.

Is Carbone's currently offering delivery or takeout?

Yes, Carbone's offers both delivery and takeout.

What forms of payment are accepted?

Carbone's accepts credit cards.

How is Carbone's rated?

Carbone's has 4 stars.



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EXHIBIT O



# "Sunday Gravy!"

●●●●○ Review of Carbone's



8 photos

## Carbone's

📍 Oak Lawn, Dallas, TX 75219 📞 +1 214-522-4208 🌐 Website

🔄 Improve this listing

Ranked #348 of 4,143 Restaurants in Dallas

●●●●○ 78 Reviews

**Cuisines:** Italian



Road802758  
Dallas, Texas  
👤 171 🍴 104

●●●●○ Reviewed September 5, 2013

## Sunday Gravy!

My wife spotted this restaurant while grocery shopping nearby. We attempted to make reservations but were told only large groups were reserved. Nevertheless, we went on a Friday night.

There was a long wait for a table but there is a very small bar in the back where a cocktail could be enjoyed. However...no tables or chairs...standing room only. **Surrounding the bar is an Italian deli where the restaurant sauces and pastas could be purchased along with other commercial deli items.** The crowd was social and some great conversations took place while waiting.

We were seated at a very small table in the middle of the restaurant traffic. My first thought was that this was not going to be good. What changed my mind was the good food and wine that was served and promptly. The servers and staff...and the customers...are all laid back and that is good for this location. No stress allowed.

I ordered a pasta with Sunday gravy. I had no idea what that was even though I grew up in an Italian neighborhood. The server explained that all the meat sauces left over during the week were combined and served at the Sunday meal. Thus the Sunday gravy was a mixture of all that was left over. I was not disappointed. I am not sure what I ate but it was very, very good. There were meatballs, sausage, and more. The pasta was cooked to perfection!

At the end of the evening we took home two different kinds of ravioli, freshly frozen, to enjoy at another time. (And, we did.)

Prices were very reasonable for both food and wine. The wines were lined up on a wall so you could read about them in advance and make your selection while waiting.

The ambience is nothing fancy but the food and wine deserve a visit! We will return.

**Date of visit:** July 2013

## Ask a question

Get quick answers from Carbone's staff and past visitors.

Hi, Jenn. What would you like to

☒ Get notified about new answers to your questions.

**Ask** [Posting guidelines](#)

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Value  
Atmosphere

Service  
Food

[Ask Road802758 about Carbone's](#)

Thank Road802758



*This review is the subjective opinion of a Tripadvisor member and not of TripAdvisor LLC.*

## Reviews (78)

Write a review

### Traveler rating



### Traveler type

- ☐ Families  
☐ Couples  
☐ Solo  
☐ Business  
☐ Friends

### Time of year

- ☐ Mar-May  
☐ Jun-Aug  
☐ Sep-Nov  
☐ Dec-Feb

### Language

- ☒ All languages  
☐ English (78)

### See what travelers are saying:

Search reviews

72 - 76 of 78 reviews



MarfaDizzy  
marfa

23 9

Reviewed July 31, 2013

### food to go

love the Italian sub/grinders. We called our order in and swung by to pick up on way to Memphis. Think the chips are homemade as well? good wine selection

**Date of visit:** July 2013

[Ask MarfaDizzy about Carbone's](#)

Thank MarfaDizzy



*This review is the subjective opinion of a Tripadvisor member and not of TripAdvisor LLC.*



dianaholbert  
Los Angeles,  
California

277 128

Reviewed May 29, 2013

### Carefully prepared, delicious vegetarian options

The spinach lasagne had the most delicious tomato sauce ever. The young chef came to our table and suggested that we try the spaghetti with the marinara sauce. His description of how they make it made us realize just why the food is a little higher than our neighborhood Italian restaurant. This is really outstanding, plus the waitstaff is terrific, and the space is nice.

**Date of visit:** May 2013

Value  
 Atmosphere

Service  
 Food

[Ask dianaholbert about Carbone's](#)

Thank dianaholbert



*This review is the subjective opinion of a Tripadvisor member and not of TripAdvisor LLC.*



MsBwana  
Tucson, Arizona

20 7

Reviewed April 29, 2013

### A taste of Italy

While our service was not speedy, the food was worth the wait. Enjoy true Italian cuisine right in Dallas. Our homemade pastas were excellent, each one better than the next. Carbone's is a fun little restaurant/deli, nothing fancy -- but definitely upscale deli. Give it a try. I grew up in an Italian neighborhood and have visited Italy a few times, this is on par with both.

Date of visit: April 2013

●●●●● Value  
●●●●○ Atmosphere

●●●●○ Service  
●●●●● Food

[Ask MsBwana about Carbone's](#)[Thank MsBwana](#)

*This review is the subjective opinion of a Tripadvisor member and not of TripAdvisor LLC.*



Seayeatch  
Bath, United Kingdom

515 248

●●●●● Reviewed January 15, 2013

### Simply food...

Take the best ingredients, prepare to traditional Italian recipes, present the finished article with care and flair and you have a great combination no more needs to said this place is simply great.

[Ask Seayeatch about Carbone's](#)[Thank Seayeatch](#)

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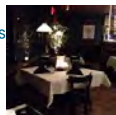
Sprezza  
●●●●○ 77 Reviews  
Dallas, TX



Olivella's  
●●●●○ 77 Reviews  
Dallas, TX



Ruggeri's - Dallas  
●●●●○ 58 Reviews  
Dallas, TX



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●●●●○ 49 Reviews  
Dallas, TX

[All restaurants in Dallas \(4143\)](#)

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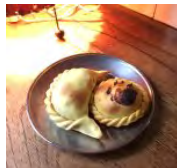


Camarada Cam...  
Rio de Janeiro, RJ  
●●●●○ 501 Reviews

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Dry Martini  
Rio de Janeiro, RJ  
●●●●○ 52 Reviews

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EXHIBIT P



tacos, cheap dinner, n | Dallas, TX



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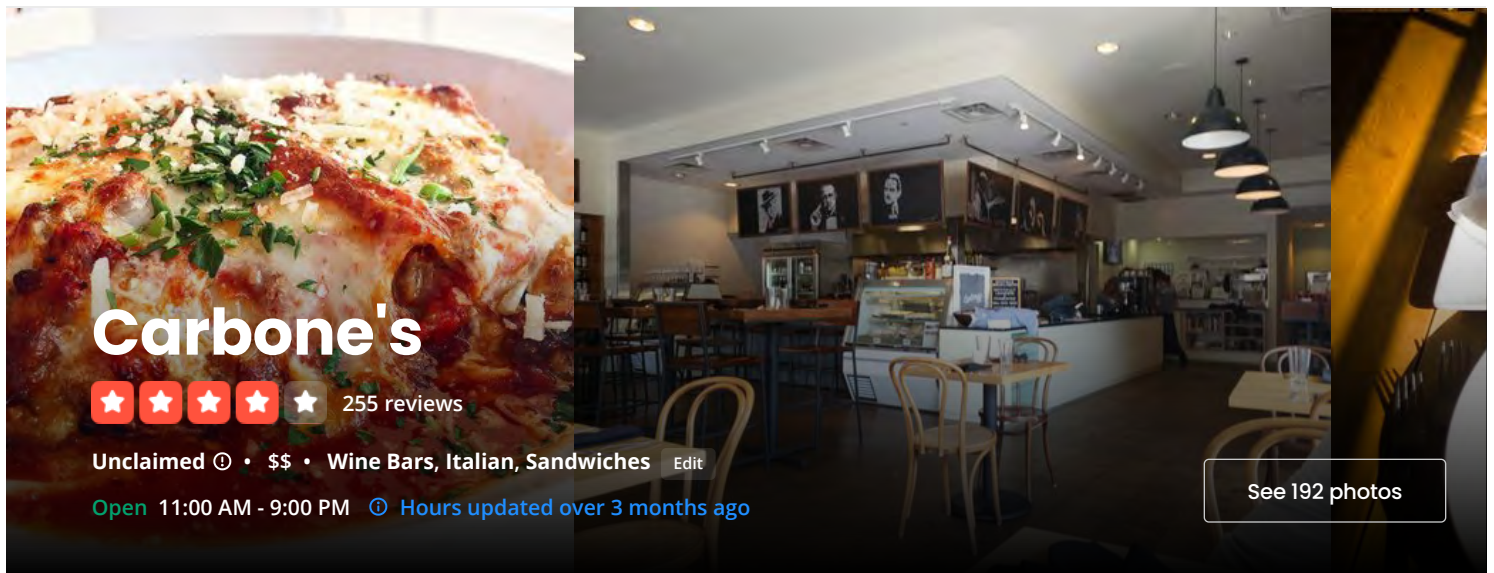
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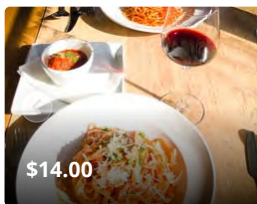
**Carbone's**

255 reviews

Unclaimed ⓘ • \$\$ • Wine Bars, Italian, Sandwiches [Edit](#)Open 11:00 AM - 9:00 PM ⓘ [Hours updated over 3 months ago](#)[See 192 photos](#)[★ Write a Review](#)[📷 Add Photo](#)[📤 Share](#)[🔖 Save](#)

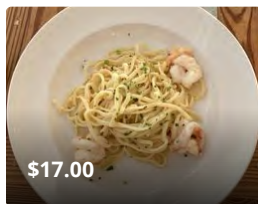
## Menu

### Most mentioned dishes

[View full menu >](#)

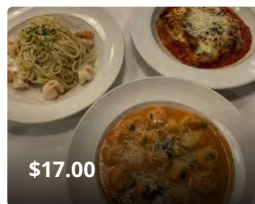
#### Spaghetti

16 Photos • 38 Reviews



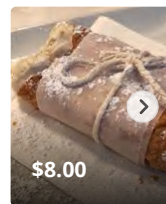
#### Linguine W/shrimp Sc...

11 Photos • 24 Reviews



#### Linguine

12 Photos • 22 Reviews

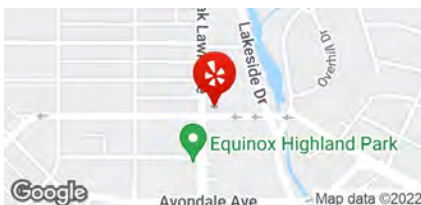


#### Cannoli

8 Photos • 12 Reviews

[📄 Website menu](#)[📖 Full menu](#)

## Location & Hours

4208 Oak Lawn Ave  
Dallas, TX 75219[Get directions](#)

Mon	11:00 AM - 9:00 PM
Tue	11:00 AM - 9:00 PM
Wed	11:00 AM - 9:00 PM
Thu	11:00 AM - 9:00 PM
Fri	11:00 AM - 9:00 PM
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### Dive Coastal Cuisine

★★★★☆ 222

2.2 miles away from Carbone's

**Danielle A. said** "I've been waiting a long time to try this place, and the beautiful weather today just called for a drive and some adventure. I didn't know what to expect, especially when we pulled up and the place was so small. It's so cute inside..." [read more](#)  
in Sandwiches



### Carrabba's Italian Grill

★★★★☆ 194

**Jenna S. said** "I dont write many reviews but had to for this Carrabba's !! They did my mom a solid !! She LOVES Carrabba's and recently moved from dfw to a very small town with no Carrabba's for over an hour drive. She was here visiting and after..." [read more](#)  
in Italian



### Eddie's Napolis

★★★★☆ 176

Valentine's Day is a couple weeks away, don't forget your reservation with... [read more](#)



### Pizza Patrón

5.4 miles

"Pizza is pretty good and cheap. The cashier was very helpful. I paid with..." [read more](#)

## Amenities and More



Takes Reservations



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Offers Takeout



Many Vegetarian Options

17 More Attributes

## Ask the Community

Ask a question +

**Q: What's the attire ? Is it business casual or can I wear some nice short and polo shirt?**

**A:** You can wear nice shorts and a polo shirt

Darlene C. 2 years ago

[See question details](#)

**Q: Do they make ALL pasta from scratch?**

**A:** Yes. Everything there is homemade

Albert M. 4 years ago

[See question details](#)

See all 5 questions

## Recommended Reviews

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deli



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6 reviews mentioning "deli" [Clear results](#)



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Location

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**Michael N.**  
Dallas, TX  
👤 80 📸 206



7/16/2012

what a great place. from Italian **deli** to sit down restaurant. Serving food your Italian grandmother would hate cuz they are better than hers! Went everyday for a week to try everything and wasn't disappointed!

Time to start with a new group of friends to showcase this find!

👍 Useful 1

😄 Funny

😎 Cool



**Louise S.**  
Plano, TX  
👤 259 📸 228



5/19/2015

📷 2 photos

I actually rate this 4 and a half stars.

I understand the prior reviews about the price point for such a bistro/**deli** but in my opinion the food was so well cooked and prepared that I was content paying a little more. We also went at lunch so the price tag wasn't shocking

Now this place is very casual. Kind of a **deli** crossed with a bistro so don't expect a dark romantic Italian restaurant. This is bright and open and airy.

Also whilst the location is the edge of oak lawn it is also the edge of university park so the crowd during our visits was less diverse and trendy and more well heeled and conservative.

Especially if you brunch on a Sunday right as the church there is letting out.

The pasta dishes are very good. The little mowhawk macaroni with the "Sunday gravy" was amazing.

I noticed afterwards that the **deli** section actually sells that Sunday gravy to go. I need this!!

It is basically a mixed bag red meat sauce with pork, Italian sausage and veal.



A linguini with seafood at carbones!



The macaroni pasta with the Sunday gravy...

👍 Useful 4

😄 Funny

😎 Cool 1



**Kristina S.**  
Dallas, TX  
👤 33 📸 5



6/10/2015

I happened in one Sunday and I am totally thrilled that I did. I was lucky enough to enjoy brunch and not have to deal with a crowd. The waitstaff was knowledgeable of the menu and very helpful. I enjoyed a seat next to the window, a great view of the dining space and occasional conversation with the staff. The bistro/**deli**/cafe intermix is refreshing. This casual setting and open floor plan lend to the full experience.

I had the french toast w/zabaglione along with the ciccoli hash w/fried eggs over easy. The mix of savory and sweet were awesome. The french toast was such a treat with the fresh fruit cup and the soft yogurt creme. The hash allowed you to taste all of the flavors without overpowering my senses. It's my favorite.

I look forward to bringing friends and family!

👍 Useful 1

😄 Funny

😎 Cool 1



Christina L.  
Dallas, TX  
👤 182 🌟 65



3/4/2016

Yes! Now this is Italian food. I'm super excited I live walking distance from this place, although my waist line.. Not so much. Haha!

Ambiance: Very quaint. Reminds me of a New York **deli** market.. But more refined of course. They have stacks of shelves filled with pasta and sauces imported from Italy adding to the market like atmosphere.

Price: Very reasonable. About \$20-30 a person.

Service: Can't complain. Our server was very friendly and casual. He cracked a few jokes and made some great suggestions.

Food: wow! I ordered the shrimp linguine. The shrimp was cooked perfectly and they were pretty large pieces. That pasta was absolutely the star of the plate. Every strand of pasta was coated and seasoned perfectly. It was such a simple dish, but it packed a whole lot of flavor.

Tip: Monday's are half off bottle of wine night ;)

👍 Useful 1

😄 Funny

😎 Cool 2



Jforty D.  
Dallas, TX  
👤 67 🌟 20



5/9/2012

My wife, son, and I recently went here for lunch after reading all the hype from Leslie Brenner and some other media outlets. We got there right at noon on a Tuesday. The first thing I noticed was butcher paper serving as window treatments, which I'm hoping is only temporary. Inside a former women's clothing store, the interior is quite spacious. **There's a counter for ordering meals, a deli counter for cheeses, meats, etc., a refrigerated area with pastas and sauces to go,** and some displays with dried pastas, olive oils, etc, and then a wine area. The stuff behind the **deli** counter looked great, but I think they need more selection on the dried grocery goods. There wasn't a whole lot of selection really. I did like the quality of everything on hand.

We were able to go right up to the counter. Having a kid with me, I asked if there were any kid's items. I was told no....so I had to order a \$10 panini for a four year old. It was a really tasty prosciutto panini, but \$10 is pretty steep for a kid's sandwich. It came with a few chips on the side.

My wife and I both love meatball sandwiches, and for us, the standard for excellence is Jimmy's. The big meatballs, with the marinara, oozing mozzarella, topped with onions and bell peppers on a hot fresh bun is my favorite sandwich in Dallas by far. I read all about the process that Carbone's goes through to make their all pork meatballs. The meatballs, buffalo mozzarella, and marinara on a lightly toasted bun were really good....but, not as good as Jimmy's for either of us. And at \$10, it's \$4 more than what you pay at Jimmy's. And I was pretty disappointed that potato chips are the only thing I could get as a side.

Overall, I like the place and I will certainly return. I would definitely like to try the Sunday night dinner soon. I understand that they are in a high rent space, but I would say the sandwiches and lunch entrees are a bit on the steep side. If I'm paying \$10 for a sandwich, it really should come with something besides potato chips. I understand the quality of the ingredients and the time it takes to make meatballs, but chips are a give-up.

Also, I know it's more of a restaurant for adults, but it's in Highland Park where there are a ton of families. They really needs some kid items on there (unless the objective is to push families away from the place).

👍 Useful 1

😄 Funny

😎 Cool 1



Roxanne K.  
San Antonio, TX  
👤 53 🌟 841



8/9/2013

Oh, My, Goodness. A friend and I went for dinner because her friend gave her a gift certificate. First problem was the layout... very open and non-intimate. Bright white interior with simple cold tables and one section of the place is an actual **deli**.

I ordered the special that came with a pork cheek... the pork cheek was tough and like rubber with an odd after taste. To bad, because the rest of the dish was a pretty tasty sauce. So I sent mine back and opted for lasagna. Seconds after my plate left the table I looked over and say something shiny in my friends plate... um, what is that I said? it was metal... like a shred of a can lid or something like it. She was horrified. Back it went...

the lasagna was about an non special as it could get and the cannolis? Well those just pissed me off. Coming from Philly and remembering those big beautiful cannolis with the hard crush and thick cream? Not here... these two little things had almost a runny cream in them and wouldn't even hold up long enough to eat them.

I did not find this food authentic or full of flavor and I've spent time in Italy... southern Italy which is known for more home style Italian, northern for more upscale flavor and flair... this was neither.

One good thing was they comp'd a good portion of the meal. Down side? She still had that gift certificate and doesn't really want to go back!

👍 Useful 5

😄 Funny 4

👌 Cool 1

1 of 1

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#### Ady's Registration

Do you recommend this business?

Yes

No

Maybe



#### Pinches Tacos

Do you recommend this business?



#### Brompton Avenue Public Par...

Do you recommend this business?

Yes

No

Maybe



#### Toranj

Do you recommend this business?

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#### Grimaldi's Pizzeria

★★★★☆ 388

📍 4.0 miles away from Carbone's

**David S. said** "Came back today for the first time since my last review. I have to say, the place has found its footing. I decided to dine-in this time because of my bad experience with take out. The pizza was amazing and my waiter was good. I'm so..." [read more](#)  
in Pizza




#### Cavalli Pizza

★★★★☆ 715

**Jeff B. said** "After reading some of the reviews for this place I decided to take the 15 min drive to get there and give it a shot. I was a little surprised by the size of the restaurant itself, but it did add to the personal nature of the..." [read more](#)  
in Italian

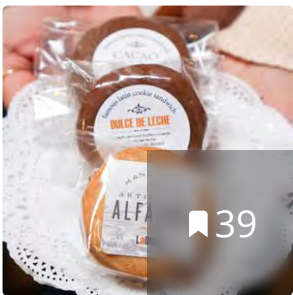


Collections Including Carbone's



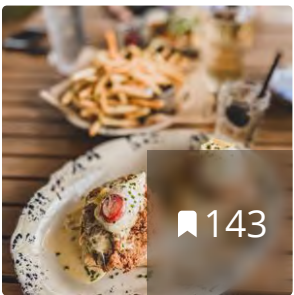
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**Fine Dining To-Go**  
By Semhar M.



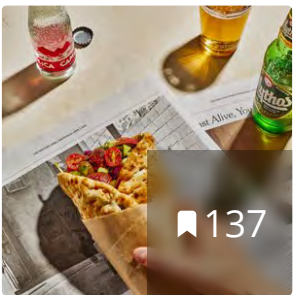
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**Fancy Dallas Bela Style**  
By Bela L.




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★★★★★

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**Nonna Restaurant**

★★★★★

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**Barcelona Wine Bar**

★★★★★

148

Wine Bars, Tapas/Small Plates, Spanish




**Pie Tap Pizza Workshop + Bar**

★★★★★

484

\$\$ • Pizza, Italian, Cocktail Bars



**Pi**

★

\$\$

Best of Dallas






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https://www.yelp.com/biz/carbone-dallas?osq=carbone%27s&q=deli

6/7

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Landmarks

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People found Carbone's by searching for...

Italian Food Dallas

Italian Restaurant Dallas

Restaurants - Italian Dallas

Frequently Asked Questions about Carbone's

Does Carbone's take reservations?

Yes, you can make a reservation by picking a date, time, and party size.

Is Carbone's currently offering delivery or takeout?

Yes, Carbone's offers both delivery and takeout.

What forms of payment are accepted?

Carbone's accepts credit cards.

How is Carbone's rated?

Carbone's has 4 stars.

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# EXHIBIT Q



BY STEVEN DOYLE | JANUARY 4, 2017 · 9:00 AM

# Your Sunday Gravy Awaits At Carbones



by Steven Doyle

In their book “[Kitchen Companion & Cooking Manual](#),” Frank Falcinelli and Frank Castronovo describe Sunday Gravy, or Sunday Sauce, as a “huge pot of tomato sauce that’s been used to turn tough, cheap meat into a tender delicious dinner, and that has, in exchange, been made richer and deeper by all the commingled simmering.” It is everything delicious about Italian cookery as we might know it in our lifetime. It is not necessarily about the tomato sauce, but that is delicious. It is about the meat simmering in the pot, and about the pasta. It is a very pleasing journey, to be sure.



[Julian Barsotti](#) at Carbones know the Sunday Gravy thing very well. He is also the owner and chef at Nonna just a few miles away. The smallish market on Oak Lawn has a kitchen where they crank out some very special pastas, and a heavenly Sunday Gravy. It is a place to sit casually and sup with friends, enjoy wine and laugh about nothing particular. It is about the Sunday Gravy, though.

Barsotti has the goods for sale either fresh or frozen. You can also enjoy a fairly spectacular meatball at Carbones.

You will definitely want to sample the lasagna, it is pretty special. Each week Barsotti offers a special menu Sunday dinner for \$40. The dinner service is from 5:30 to 9:00pm and includes an antipasti, pasta, secondi, and desert.

[Check the website for the changing menu each week.](#)



3



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EXHIBIT R





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FOOD &gt; RESTAURANT NEWS

# Carbone, a Michelin-starred Italian restaurant in New York, pushes back Dallas opening date

The lauded restaurant is expected to open in the Dallas Design District in 2021.





# The Dallas Morning News

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By [Sarah Blaskovich](#)

10:16 AM on Aug 31, 2020 CDT — Updated at 6:00 AM on Nov 20, 2020 CST



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Michelin-starred Italian restaurant Carbone is expanding to Dallas.

The New York City red-sauce restaurant with a **“lust for excess”** is expected to open in the Dallas Design District on April 1.

*[Update on Nov. 20, 2020: The opening date was pushed to April 2021. It was originally expected to open Dec. 1, 2020.]*

“We love Dallas and have always felt that it would be an incredible home for Carbone,” says Jeff Zalaznick, managing partner for Carbone’s parent company Major Food Group (MFG) out of New York City.

Stephen Summers, the Dallas investor who has been working for eight years to bring Carbone to Dallas, says the team at MFG is “seemingly the best restaurateurs in the most important restaurant city in the world.”

Summers calls the Carbone deal in Texas “a big coup for Dallas.”

Carbone will replace Wheelhouse and Sassetta, two restaurants owned by billionaire Tim Headington that **“did not reopen after the COVID-19 pandemic hit.”** Sassetta will likely relocate to downtown Dallas, says Jeny Bania, Headington’s senior vice president of PR and brand marketing.

Carbone is described by the Michelin guide as a **“gorgeous” restaurant** with a *Godfather*-like quality. It’s a place that feeds “brash bankers with big appetites,” many who pay \$250 per person to eat there. Menu items include shrimp scampi,



# The Dallas Morning News

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unpretentious and fun,” Summers says. “It’s high energy, high theater, high drama. Everything about it is next-level.”

The \$18 lemon cheesecake just might be “the best you’ll ever have in your life,” says a **2013 review in *The New York Times***. The cheesecake remains on the menu seven years later.

The Caesar salad, also a popular dish according to Zalaznick, is \$25. Why’s the salad so pricey? “We are making most likely the most expensive version of something you’ve had many times before,” **chef and managing partner Mario Carbone told *Eater*** back in 2014. “If you can get over that fact, hopefully we can produce the best one as well.”

Carbone is not to be confused with Carbone’s Fine Food & Wine, an Italian restaurant and grocery on Oak Lawn Avenue in Dallas. Carbone’s is operated by Highland Park restaurateur Julian Barsotti, who runs some of Dallas’ best Italian restaurants with Nonna, Sprezza and Fachini. (Summers is an investor in these restaurants, too.)

Carbone’s in Dallas opened in 2012 and isn’t related to Carbone in New York, which opened in 2013. Carbone’s was named for Barsotti’s great-grandfather’s restaurants that operated in New York and New Jersey for more than 60 years.

MFG operates a host of restaurants, including Dirty French, a New York bistro; ZZ’s Clam Bar, a seafood restaurant; Parm, a casual Italian-



Don’t confuse Carbone’s Fine Food & Wine with Carbone. Pictured here: Carbone’s tortellini and Italian sausage with vodka sauce. (Nathan Hunsinger / Staff Photographer)





# The Dallas Morning News

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and we are thrilled to become part of this exciting neighborhood.”

Bill Hutchinson, president of Dunhill Partners and the Dallas Design District’s most prolific developer, was part of the Carbone deal. Hutchinson brought similar celebrity to the Design District when he partnered with Richard Branson to **build the Virgin Hotel** in Dallas.

Hutchinson also stars on a **Lifetime TV show called *Marrying Millions***.

The lease for Carbone was signed in late summer, in the midst of a pandemic that has **threatened hundreds of small-scale restaurants in Dallas**.

Hutchinson believes Dallas restaurant sales are about to swing up if they haven’t already. Some of the Dallas restaurants he has invested in, like Toulouse, Taverna and Doce Mesas, are learning to adapt to 50% occupancy and are expanding their patio seating, he says.

“Luckily, in Dallas, people are getting out, they’re socializing, they’re dining,” Hutchinson says. “That’s helping the economy and it’s keeping the restaurants open. And that’s what we need in this community.”

Still, Dallas County health officials **continue to say that residents “stay home, stay safe”** to prevent the spread of the coronavirus.

Hutchinson says securing Carbone is “not only a survival story, but a ‘we’re coming back, big story.’”

“We’re bringing in world-famous restaurants. They want to be here because they see the energy and the social life and vibrance of the Dallas community.”

**For more food news, follow Sarah Blaskovich on Twitter at [@sblaskovich](#).**



# The Dallas Morning News

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premieres Aug. 5, 2020.

BY SARAH BLASKOVICH



[Sarah Blaskovich](#), senior food reporter. Sarah writes about restaurants, bars and culture in Dallas. Follow [@sblaskovich](#) and ask her what to do, where to eat or where to drink in your area.



[sblaskovich@dallasnews.com](mailto:sblaskovich@dallasnews.com)



[/sarah.blaskovich](#)



[@sblaskovich](#)



[@sarahblaskovich](#)

# EXHIBIT S



# United States of America

United States Patent and Trademark Office

## CARBONE RESTAURANT

**Reg. No. 4,407,786**

**Registered Sep. 24, 2013**

**Int. Cl.: 43**

**SERVICE MARK**

**PRINCIPAL REGISTER**

MAJOR INTELLECTUAL LLC (DELAWARE LIMITED LIABILITY COMPANY)  
7 TIMES SQUARE, C/O PRYOR CASHMAN LLP  
NEW YORK, NY 10036

FOR: RESTAURANT SERVICES; BAR SERVICES, IN CLASS 43 (U.S. CLS. 100 AND 101).

FIRST USE 3-9-2013; IN COMMERCE 3-9-2013.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "RESTAURANT", APART FROM THE MARK AS SHOWN.

THE ENGLISH TRANSLATION OF "CARBONE" IN THE MARK IS "CARBON".

SN 85-527,597, FILED 1-27-2012.

NAAKWAMA ANKRAH, EXAMINING ATTORNEY



*Lea Street Lee*

Deputy Director of the United States Patent and Trademark Office

**REQUIREMENTS TO MAINTAIN YOUR FEDERAL  
TRADEMARK REGISTRATION**

**WARNING: YOUR REGISTRATION WILL BE CANCELLED IF YOU DO NOT FILE THE  
DOCUMENTS BELOW DURING THE SPECIFIED TIME PERIODS.**

**Requirements in the First Ten Years\***

**What and When to File:**

**First Filing Deadline:** You must file a Declaration of Use (or Excusable Nonuse) between the 5th and 6th years after the registration date. *See* 15 U.S.C. §§1058, 1141k. If the declaration is accepted, the registration will continue in force for the remainder of the ten-year period, calculated from the registration date, unless cancelled by an order of the Commissioner for Trademarks or a federal court.

**Second Filing Deadline:** You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between the 9th and 10th years after the registration date.\*  
*See* 15 U.S.C. §1059.

**Requirements in Successive Ten-Year Periods\***

**What and When to File:**

You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between every 9th and 10th-year period, calculated from the registration date.\*

**Grace Period Filings\***

The above documents will be accepted as timely if filed within six months after the deadlines listed above with the payment of an additional fee.

**The United States Patent and Trademark Office (USPTO) will NOT send you any future notice or reminder of these filing requirements.**

**\*ATTENTION MADRID PROTOCOL REGISTRANTS:** The holder of an international registration with an extension of protection to the United States under the Madrid Protocol must timely file the Declarations of Use (or Excusable Nonuse) referenced above directly with the USPTO. The time periods for filing are based on the U.S. registration date (not the international registration date). The deadlines and grace periods for the Declarations of Use (or Excusable Nonuse) are identical to those for nationally issued registrations. *See* 15 U.S.C. §§1058, 1141k. However, owners of international registrations do not file renewal applications at the USPTO. Instead, the holder must file a renewal of the underlying international registration at the International Bureau of the World Intellectual Property Organization, under Article 7 of the Madrid Protocol, before the expiration of each ten-year term of protection, calculated from the date of the international registration. *See* 15 U.S.C. §1141j. For more information and renewal forms for the international registration, see <http://www.wipo.int/madrid/en/>.

**NOTE: Fees and requirements for maintaining registrations are subject to change. Please check the USPTO website for further information. With the exception of renewal applications for registered extensions of protection, you can file the registration maintenance documents referenced above online at <http://www.uspto.gov>.**





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PTO Form 1478 (Rev 09/2006)

OMB No. 0651-0009 (Exp 02/28/2021)

## Trademark/Service Mark Application, Principal Register

Serial Number: 90092600

Filing Date: 08/04/2020

The table below presents the data as entered.

Input Field	Entered
<b>SERIAL NUMBER</b>	90092600
<b>MARK INFORMATION</b>	
<b>*MARK</b>	<a href="#">CARBONE</a>
<b>STANDARD CHARACTERS</b>	YES
<b>USPTO-GENERATED IMAGE</b>	YES
<b>LITERAL ELEMENT</b>	CARBONE
<b>MARK STATEMENT</b>	The mark consists of standard characters, without claim to any particular font style, size, or color.
<b>REGISTER</b>	Principal
<b>APPLICANT INFORMATION</b>	
<b>*OWNER OF MARK</b>	Major Intellectual LLC
<b>INTERNAL ADDRESS</b>	Floor 3
<b>*MAILING ADDRESS</b>	110 Lafayette St.
<b>*CITY</b>	New York
<b>*STATE</b> (Required for U.S. applicants)	New York
<b>*COUNTRY/REGION/JURISDICTION/U.S. TERRITORY</b>	United States
<b>*ZIP/POSTAL CODE</b> (Required for U.S. and certain international addresses)	10013
<b>*EMAIL ADDRESS</b>	XXXX
<b>LEGAL ENTITY INFORMATION</b>	
<b>TYPE</b>	limited liability company
<b>STATE/COUNTRY/REGION/JURISDICTION/U.S. TERRITORY WHERE LEGALLY ORGANIZED</b>	Delaware
<b>GOODS AND/OR SERVICES AND BASIS INFORMATION</b>	
<b>INTERNATIONAL CLASS</b>	030
<b>*IDENTIFICATION</b>	saucers; pasta saucers; pizza sauce; ready-made saucers; tomato-based saucers; seafood sauce; lemon sauce; chicken sauce; wine vinegar; vinegar; vinaigrettes; balsamic vinegar; marinades; seasonings; spices; pasta; dry pasta; refrigerated pasta; sauces for pasta, vegetables, meat, poultry, chicken, shrimp, veal, steak and pork; coffee; salad dressings; refrigerated pre-packaged entrees consisting primarily of pasta; frozen pre-packaged entrees consisting primarily of pasta; bakery products; bakery goods; pastries; cakes; cheesecakes; tiramisu;

	gelato
FILING BASIS	SECTION 1(b)
ADDITIONAL STATEMENTS SECTION	
ACTIVE PRIOR REGISTRATION(S)	The applicant claims ownership of active prior U.S. Registration Number(s) 4407786 and 4502881.
TRANSLATION	The English translation of CARBONE in the mark is CARBON.
ATTORNEY INFORMATION	
NAME	Teresa Lee
ATTORNEY DOCKET NUMBER	18294.00014
ATTORNEY BAR MEMBERSHIP NUMBER	XXX
YEAR OF ADMISSION	XXXX
U.S. STATE/ COMMONWEALTH/ TERRITORY	XX
FIRM NAME	Pryor Cashman LLP
STREET	7 Times Square
CITY	New York
STATE	New York
COUNTRY/REGION/JURISDICTION/U.S. TERRITORY	United States
ZIP/POSTAL CODE	10036
PHONE	212-326-0831
FAX	212-798-6915
EMAIL ADDRESS	tle@pryorcashman.com
OTHER APPOINTED ATTORNEY	Brad D. Rose, Dyan Finguerra-DuCharme, Philippe Zylberg, Laure Sawaya and Kamilah Holder
CORRESPONDENCE INFORMATION	
NAME	Teresa Lee
PRIMARY EMAIL ADDRESS FOR CORRESPONDENCE	tle@pryorcashman.com
SECONDARY EMAIL ADDRESS(ES) (COURTESY COPIES)	tmdocketing@pryorcashman.com; jalbrink@pryorcashman.com
FEE INFORMATION	
APPLICATION FILING OPTION	TEAS Standard
NUMBER OF CLASSES	1
APPLICATION FOR REGISTRATION PER CLASS	275
*TOTAL FEES DUE	275
*TOTAL FEES PAID	275
SIGNATURE INFORMATION	
SIGNATURE	/Jeffrey Zalaznick/
SIGNATORY'S NAME	Jeffrey Zalaznick
SIGNATORY'S POSITION	Managing Member

<b>SIGNATORY'S PHONE NUMBER</b>	917-375-4904
<b>DATE SIGNED</b>	08/04/2020

---



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PTO Form 1478 (Rev 09/2006)

OMB No. 0651-0009 (Exp 02/28/2021)

## Trademark/Service Mark Application, Principal Register

**Serial Number: 90092600**

**Filing Date: 08/04/2020**

### To the Commissioner for Trademarks:

**MARK:** CARBONE (Standard Characters, see [mark](#))

The literal element of the mark consists of CARBONE. The mark consists of standard characters, without claim to any particular font style, size, or color.

The applicant, Major Intellectual LLC, a limited liability company legally organized under the laws of Delaware, having an address of  
Floor 3  
110 Lafayette St.  
New York, New York 10013  
United States  
XXXX

requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended, for the following:

International Class 030: sauces; pasta sauces; pizza sauce; ready-made sauces; tomato-based sauces; seafood sauce; lemon sauce; chicken sauce; wine vinegar; vinegar; vinaigrettes; balsamic vinegar; marinades; seasonings; spices; pasta; dry pasta; refrigerated pasta; sauces for pasta, vegetables, meat, poultry, chicken, shrimp, veal, steak and pork; coffee; salad dressings; refrigerated pre-packaged entrees consisting primarily of pasta; frozen pre-packaged entrees consisting primarily of pasta; bakery products; bakery goods; pastries; cakes; cheesecakes; tiramisu; gelato  
Intent to Use: The applicant has a bona fide intention, and is entitled, to use the mark in commerce on or in connection with the identified goods/services.

### Claim of Active Prior Registration(s)

The applicant claims ownership of active prior U.S. Registration Number(s) 4407786 and 4502881.

### Translation

The English translation of CARBONE in the mark is CARBON.

The owner's/holder's proposed attorney information: Teresa Lee. Other appointed attorneys are Brad D. Rose, Dyan Finguerra-DuCharme, Philippe Zylberg, Laure Sawaya and Kamilah Holder. Teresa Lee of Pryor Cashman LLP, is a member of the XX bar, admitted to the bar in XXXX, bar membership no. XXX, and the attorney(s) is located at

7 Times Square  
New York, New York 10036  
United States  
212-326-0831(phone)  
212-798-6915(fax)  
tlee@pryorcashman.com

The docket/reference number is 18294.00014.

Teresa Lee submitted the following statement: The attorney of record is an active member in good standing of the bar of the highest court of a U.S. state, the District of Columbia, or any U.S. Commonwealth or territory.

The applicant's current Correspondence Information:

Teresa Lee  
PRIMARY EMAIL FOR CORRESPONDENCE: tlee@pryorcashman.com  
SECONDARY EMAIL ADDRESS(ES) (COURTESY COPIES): tmdocketing@pryorcashman.com; jalbrink@pryorcashman.com

**Requirement for Email and Electronic Filing:** I understand that a valid email address must be maintained by the applicant owner/holder and the applicant owner's/holder's attorney, if appointed, and that all official trademark correspondence must be submitted via the Trademark

Electronic Application System (TEAS).

A fee payment in the amount of \$275 has been submitted with the application, representing payment for 1 class(es).

### Declaration

☒ **Basis:**

**If the applicant is filing the application based on use in commerce under 15 U.S.C. § 1051(a):**

- The signatory believes that the applicant is the owner of the trademark/service mark sought to be registered;
- The mark is in use in commerce and was in use in commerce as of the filing date of the application on or in connection with the goods/services in the application;
- The specimen(s) shows the mark as used on or in connection with the goods/services in the application and was used on or in connection with the goods/services in the application as of the application filing date; and
- To the best of the signatory's knowledge and belief, the facts recited in the application are accurate.

**And/Or**

**If the applicant is filing the application based on an intent to use the mark in commerce under 15 U.S.C. § 1051(b), § 1126(d), and/or § 1126(e):**

- The signatory believes that the applicant is entitled to use the mark in commerce;
  - The applicant has a bona fide intention to use the mark in commerce and had a bona fide intention to use the mark in commerce as of the application filing date on or in connection with the goods/services in the application; and
  - To the best of the signatory's knowledge and belief, the facts recited in the application are accurate.
- ☒ To the best of the signatory's knowledge and belief, no other persons, except, if applicable, concurrent users, have the right to use the mark in commerce, either in the identical form or in such near resemblance as to be likely, when used on or in connection with the goods/services of such other persons, to cause confusion or mistake, or to deceive.
- ☒ To the best of the signatory's knowledge, information, and belief, formed after an inquiry reasonable under the circumstances, the allegations and other factual contentions made above have evidentiary support.
- ☒ The signatory being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements and the like may jeopardize the validity of the application or submission or any registration resulting therefrom, declares that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

### Declaration Signature

Signature: /Jeffrey Zalaznick/ Date: 08/04/2020

Signatory's Name: Jeffrey Zalaznick

Signatory's Position: Managing Member

Payment Sale Number: 90092600

Payment Accounting Date: 08/04/2020

Serial Number: 90092600

Internet Transmission Date: Tue Aug 04 16:44:24 ET 2020

TEAS Stamp: USPTO/BAS-XX.XX.XXX.XX-20200804164424761

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928a264b1de169bc32559cc94d29e0cb3e49d0e-

CC-44234488-20200804140058304114

# CARBONE



EXHIBIT T

Carbone's Fine Food and Wine is an Italian-American restaurant & grocery located in Dallas, Texas.

Our goal is to celebrate Italian-American food traditions. Our commitment is to make as many products as possible in-house and use our Italian-American producers.

**CARBONE**  
ITALIAN-AMERICAN



# EXHIBIT U



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v-01184-E Document 10-2 Filed 07/13/22 Page 184 of 222

  
*Carbone's*

FINE FOOD and WINE





# Carbone's

FINE FOOD and WINE

## Mission:

Carbone's Fine Food and Wine is an Italian American restaurant & grocery located in Dallas, Texas.

Our goal is to celebrate Italian American food traditions.

Our commitment is to make as many products as possible in-house and source from artisan American producers.

**Carbone's**

**Tomato, Spinach & Cheese Lasagna**

Carbone's Fine Food & Wine

404 New Lane Avenue

Stacy, NY 11015

**How to Cook:** Keep frozen. Preheat oven to 350°. Bake, covered, for 30 minutes. Carefully remove lid and bake for an additional 20 minutes. Remove from oven and let rest for 10-15 minutes before serving.

**Ingredients:** Pasta (type "161" whole food, eggs, wheat), Plain tomatoes (tomato juice, basil, salt, garlic, oregano), Freshness (olive oil, sunflower oil, wheat, cheese, spinach, salt, mushrooms), Mozzarella cheese (pasteurized milk, salt, milk, milk fat, cheese, lactic acid, emulsifier, tomato powder, cheese's salt, salt, onion, egg white, lycopodium, lactic acid, cheese's salt, heavy cream, natural cheese), spinach, onion, garlic.

Net WT 2.11lb (1.962kg)



**MEATBALLS W/SAUCE**

**Net WT 1 lb (454g)**

**Carbone's Fine Food & Wine**

**4208 Oak Lawn Ave**

**Dallas, TX 75219**





**MARINARA SAUCE**

**Net WT 1lb (454g)**

**Carbone's Fine Food & Wine**

**4208 Oak Lawn Avenue**

**Dallas, TX 75219**



# EXHIBIT V



tacos, cheap dinner, n | Dallas, TX



For Businesses

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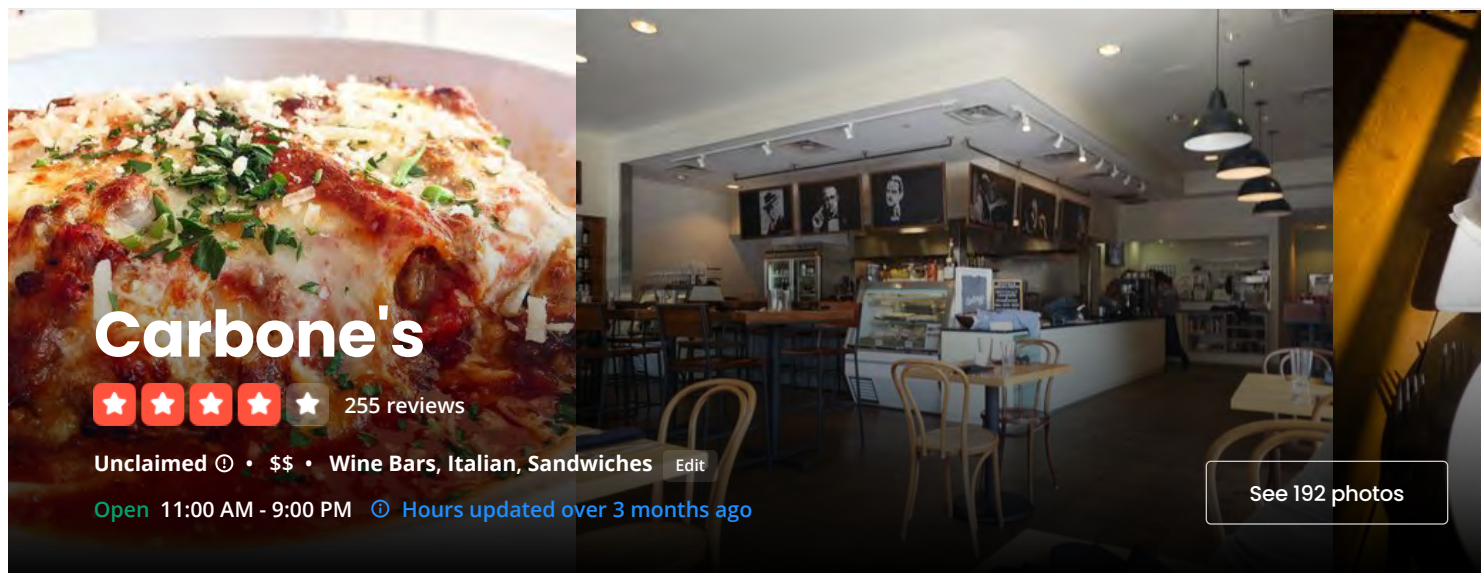
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# Carbone's

★★★★☆ 255 reviews

Unclaimed ⓘ • \$\$ • Wine Bars, Italian, Sandwiches [Edit](#)

Open 11:00 AM - 9:00 PM ⓘ [Hours updated over 3 months ago](#)

[See 192 photos](#)

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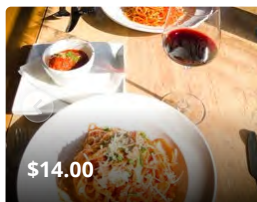
🔗 Share

🔖 Save

## Menu

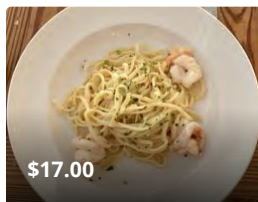
### Most mentioned dishes

[View full menu](#) >



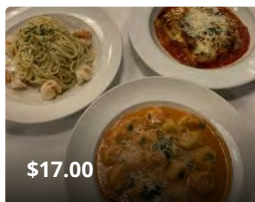
**Spaghetti**

16 Photos • 38 Reviews



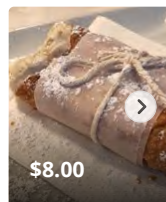
**Linguine W/shrimp Sc...**

11 Photos • 24 Reviews



**Linguine**

12 Photos • 22 Reviews



**Cannoli**

8 Photos • 12 Reviews

🔗 Website menu

📄 Full menu

<http://carbonesdallas.com>

(214) 522-4208

[Get Directions](#)

4208 Oak Lawn Ave Dallas, TX 75219

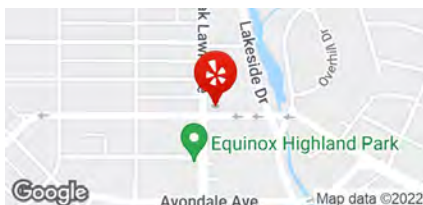


### Is this your business?

Claim your business to immediately update business information, respond to reviews, and more!

[Claim This Business](#)

## Location & Hours



4208 Oak Lawn Ave  
Dallas, TX 75219

[Get directions](#)

Mon	11:00 AM - 9:00 PM
Tue	11:00 AM - 9:00 PM
Wed	11:00 AM - 9:00 PM
Thu	11:00 AM - 9:00 PM
Fri	11:00 AM - 9:00 PM
Sat	11:00 AM - 9:00 PM
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**Carte Blanche**

★★★★☆ 103

1.9 miles

"Without sounding pretentious, my wife and I have e Michelin stars in the..." [read more](#)



**Roti**

★★★★☆ 173

2.0 miles

"For starters expect a line but don't be turned off by the system down..." [read more](#)

## You Might Also Consider Sponsored ⓘ



### Dive Coastal Cuisine

★★★★☆ 222

2.2 miles away from Carbone's

**Danielle A. said** "I've been waiting a long time to try this place, and the beautiful weather today just called for a drive and some adventure. I didn't know what to expect, especially when we pulled up and the place was so small. It's so cute inside..." [read more](#)  
in Sandwiches



### Cidercade Dallas

★★★★☆ 388

2.8 miles away from Carbone's

**Kay L. said** "i would have given this place five stars, but i'll explain later... we came today after a friend of ours bailed on us for his own birthday. hahah! my husband and i decided that we were still going to go because it's been on our..." [read more](#)  
in Arcades, Pizza, Bars

## Amenities and More



Takes Reservations



Offers Delivery



Offers Takeout



Many Vegetarian Options

17 More Attributes

## Ask the Community

Ask a question +

**Q: What's the attire ? Is it business casual or can I wear some nice short and polo shirt?**

**A:** You can wear nice shorts and a polo shirt

Darlene C. 2 years ago

[See question details](#)

**Q: Do they make ALL pasta from scratch?**

**A:** Yes. Everything there is homemade

Albert M. 4 years ago

[See question details](#)

See all 5 questions

## Recommended Reviews

Search within reviews



Newest First ▾



**Username**

Location

📷 0 🌟 0

[Start your review of Carbone's.](#)

Chris T.





Little Elm, TX  
0 1 2



3/12/2022

2 photos

I'm floored. This is the best Italian I've had in Dallas by far. The ambience is tasteful and clean. The tables are generously spaced apart with clean white table cloths and white paper. Minimalistic for an Italian place but there's some great pics on the walls. Order the toasted ravioli. You won't regret it. Best I've had. Large. Delicate. Crisp but not at all hard. Filling was soft and delicious. They give you house made rolls. Ours were fresh from the oven. Again. Light and crisp outer with a soft and airy inside. Delicious. For dinner I had the lasagna and she had the linguini scampi. Both were delicious. Can't wait to come



Lasagna



Toasted ravioli

Useful

Funny

Cool



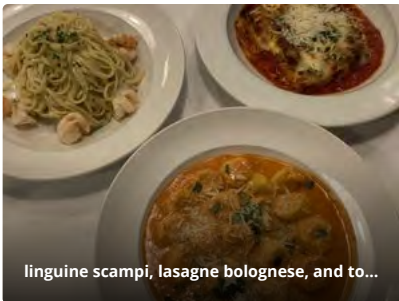
**Roma B.** Elite 2022  
Dallas, TX  
8 175 296



2/27/2022

2 photos 1 check-in

Went to this place thinking it was the new opening of the original Carbone in New York! The New York Carbone is opening in Design District in March and is under construction. This restaurant has the same name, but has been on Oak Lawn for many years. Made reservations for a Saturday night, restaurant was packed, very cozy and lots of locals. The menu is small, but still has a good selection. Ordered the garlic bread with ricotta, tortellini vodka, lasagne bolognese, and linguine scampi. All dishes were fresh and very tasty. Loved the vodka sauce and the lasagne bolognese had the right proportions of meat, sauce, and cheese. The linguine scampi could have used a little bit more butter, but was still good. Great service and atmosphere.



linguine scampi, lasagne bolognese, and to...



Garlic Bread with Ricotta

Useful 1

Funny

Cool



**Chad T.**  
Dallas, TX  
0 18



2/23/2022

If you want a terrific Italian dinner while being treated like a king, go here. Their menu is small, but that is because they do everything on it, perfectly. The service is always stellar and food...the food

will make you want to knock over a bus full of nuns to get to a plate. Run, don't walk to try Carbone's.



**Mackenzie B.**

Dallas, TX

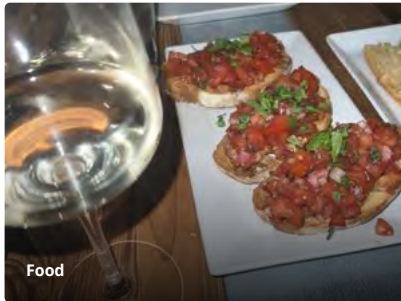
👤 0 🌟 2 📷 2

...

★★★★★ 2/19/2022

📷 2 photos

Food was amazing and the service was great! Such a good place for a date night or grabbing dinner with a friend.



**Madeline T.**

Pflugerville, TX

👤 0 🌟 26 📷 31

...

★★★★☆ 2/14/2022

📷 4 photos

Food was 10/10, dessert 6/10, and service was 1/10. My husband and I got the spaghetti plum tomato sauce with meatballs on the side and it was so wonderful. The sauce was perfectly balanced and really hot. The meatballs were a little hard for my liking but the flavor was still good. Next time I would pass on the meatballs. The garlic bread was so good and buttery. The complementary rolls were very good too. The cannoli shell was good but the filling was too thick and they barley filled up the shell. When I pay \$9 for cannolis I would hope they are filled up. The service was absolutely horrible. We waited 15-20 just to get the check and we didn't get a refill on our water once. The server never came to check up on us or to make sure the food was correct. Overall I would come back but probably get to-go.



**Danial G.**

Plano, TX

👤 0 🌟 6 📷 4

...

★★★★☆ 2/12/2022

Food took forever to come! I'd say 20 mins for the appetizer and 45 mins for the entree. Ordered the calamari for an appetizer, I'd say it was average and give it a 4.5/10 nothing special. For the entree got the Veal Parm and the Linguine Shrimp Scampi! The veal parm was was average as well nothing special, it was kinda soggy and didn't have that crisp to it, I'd give it a 5/10. The linguini scampi was

good but a bit bland had to add a little salt and chili pepper to it, to rate it 6/10. Overall experience with Carbone was average, not bad nor amazing right in the middle. !

Useful

Funny

Cool



**Maggie L.**

Dallas, TX

4 318 136

...



2/11/2022 · Updated review

2 check-ins

I find this place to be a little hit and miss. Sometimes it's really good and sometimes it's just fair. I wish that they would expand their menu.

Useful

Funny

Cool



11/7/2017 · Previous review

well tried again, this time for dinner. again, close but no cigar. veal parm was totally underwhelming. adequate at best. menu is too small, not much to choose from. perhaps the kitch...  
[Read more](#)



11/8/2016 · Previous review

Close but no cigar. The PLT which was supposed to be pancetta, lettuce, tomato. Instead got really really salty bacon. Mgr said that's the way they do it. Expected more from a Nonna offshoot...  
[Read more](#)



**Kathy M.**

North Dallas, Dallas, TX

0 12

...



12/23/2021

It's loud in the restaurant at the food is excellent. I grew up in New York where everybody thinks their lasagna and Italian dishes are the best. I have eaten a lot of lasagna in my day and I don't need eat meat anymore. I can speak for the vegetarian lasagna and it is absolutely the best one I've ever had. Highly recommend

Useful

Funny

Cool



**Aradhna A.**

Elite 2022

Dallas, TX

112 88 165

...



12/21/2021

1 photo 1 check-in

Best Italian I've had in Dallas so far. Wonderful service, great food, great atmosphere. We stopped here on a coldish evening. Only thing is they seated us at this table right in front of the door so I had to keep my coat on. Otherwise it was all quite perfect. I got the tortellini, and I finished it in less than 3 minutes. Was I starving going in? Yes! Still think I would've enjoyed it if I had eaten another meal that day. A bottle of wine was a bit too pricey for two people, but I plan to come back with a bigger group. The garlic bread was pretty clutch too. Overall, wonderful experience!





**Linda M.**

Dallas, TX

0 7 1

...

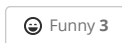


12/10/2021 · Updated review

Carbone's is the worst! I ordered an Italian sub and watched as the guy stuck his bare hand into the chip container. He grabbed a handful of chips and placed them into my to-go box. The guy didn't wash his hands, wear a glove, or use a utensil. I was shocked at the sight of this, and worried about the unsanitary conditions of Carbone's.

Then, last night my friend wanted to get take-out from Carbone's. I refused to order any food from there after my experience so I just decided to call her in her order. I warned my friend that if ordering from Carbone's, she should get something fully cooked in order to lessen her chances of getting sick. Obviously, people there don't take precautions when preparing food. I called Carbone's and was told to call back in an hour when the kitchen is open for dinner. I waited an hour then called back several times until someone finally answered. I was then told I couldn't order any food for take-out because they were focusing on making food for the people they had in the restaurant.

Nice way to treat customers, Carbone's!! They will never get my business again.



4/4/2021 · Previous review

I ordered a sandwich at Carbone's for lunch and arrived early for pick up. The people that handle the food DO NOT WEAR GLOVES!!!! I watched in horror at the guy who made my sandwich, as he...

[Read more](#)

&lt; 1 2 3 4 5 6 7 8 9 &gt;

1 of 26

44 other reviews that are not currently recommended ▾

## Find reviews useful? Help others by sharing your experience.



### Ady's Registration

Do you recommend this business?

Yes

No

Maybe



### Pinches Tacos

Do you recommend this business?



### Broxton Avenue Public Par...

Do you recommend this business?

Yes

No

Maybe



### Toranj

Do you recommend this business?

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### Old Hag's Pizza & Pasta

260

5.4 miles away from Carbone's

**Rebecca J. said** "My delivery driver Chris managed to get my order to me in less than half an hour in spite of these terrible weather conditions !! It's so cold you can barely function, but my order was there so quickly He was amazing polite as well..." [read more](#)

in Pizza



### Grimaldi's Pizzeria

★★★★☆ 388

4.0 miles away from Carbone's

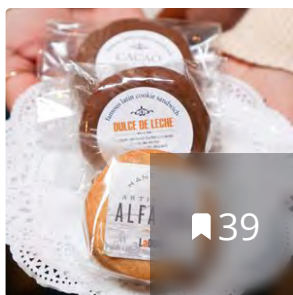
**David S. said** "Came back today for the first time since my last review. I have to say, the place has found its footing. I decided to dine-in this time because of my bad experience with take out. The pizza was amazing and my waiter was good. I'm so..." [read more](#)  
in Pizza

## Collections Including Carbone's



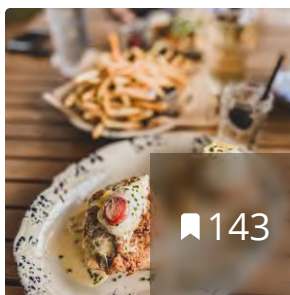
11

**Fine Dining To-Go**  
By Semhar M.



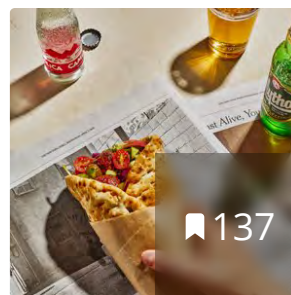
39

**Fancy Dallas Bela Style**  
By Bela L.



143

**Dallas TexSASS**  
By Kari B.



137

**Frisco Must Do**  
By Chana J.

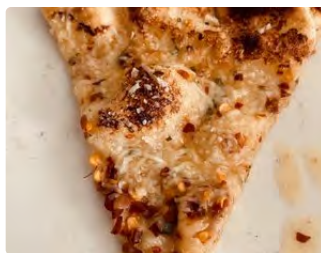


**My Oak Lawr**  
By Frances H.

## People Also Viewed



**Taverna**  
★★★★☆ 448  
\$\$ • Italian, Breakfast & Brunch, Pizza



**Nonna Restaurant**  
★★★★☆ 302  
\$\$\$ • Italian



**Barcelona Wine Bar**  
★★★★☆ 148  
Wine Bars, Tapas/Small Plates, Spanish



**Pie Tap Pizza Workshop + Bar**  
★★★★☆ 484  
\$\$ • Pizza, Italian, Cocktail Bars



**Pi**  
★  
\$\$

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Food

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Other Places Nearby

- Find more Italian Restaurants near Carbone
- Find more Sandwich Shops near Carbone's
- Find more Wine Bars near Carbone's

People found Carbone's by searching for...

- Italian Food Dallas
- Italian Restaurant Dallas
- Restaurants - Italian Dallas

Frequently Asked Questions about Carbone's

Does Carbone's take reservations?

Yes, you can make a reservation by picking a date, time, and party size.

Is Carbone's currently offering delivery or takeout?

Yes, Carbone's offers both delivery and takeout.

What forms of payment are accepted?

Carbone's accepts credit cards.

How is Carbone's rated?

Carbone's has 4 stars.

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Countries

United States





EXHIBIT W

Instagram



1,906 likes

dallasites101 THE PHOTOS SPEAK FOR THEMSELVES... THE LONG AWAITED CARBONE IS OFFICIALLY OPEN IN ALL IT'S GLORY!

The biggest day in 2022 dining news is finally here! The Michelin-starred, glam Italian restaurant from New York, Carbone, has officially opened it's doors and it's everything we expected and more!

(Note that Carbone is not the same Carbone's that sits in Highland Park)

#### ABOUT

New York restaurant concepts are taking over DFW and we aren't mad about it! @majorfoodgroup's second Dallas opening (behind Sadelle's in @hp\_village) has welcomed their Italian concept, Carbone! Other





EXHIBIT X

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## Carbone's or Carbone

## DATE \_\_\_\_\_

TIME

DATE	TIME
3/29 Inting for NYC	7:20
3/30 asked if we're related	11:47 am
3/30 walk in, asked if related	11:51 am
3/30 Phone, said design district gave customer <u>our</u> number	1:09 pm
3/30 Phone, asked if we're related	1:39 pm
3/30 Phone, asked if we're open yet	2:06 pm
3/30 Phone, asked when we open	2:17 pm
3/30 Phone	3:00 pm
3/30 Reservation	4:30 pm
3/30 Reservation	5 PM
3/30 Reservation	5:03 PM
3/30 Some issue at a diff Carbone they had the other night	
3/30 called for reservation for <u>many</u> Carbones	
3/30 delivered food that was supposed to be delivered at a diff Carbone	
3/30 reservation	5:50 PM
3/30 Reservation	5:55 pm
3/30 Reservation	6:30
3/30 Reservation	6:55
3/30 Reservation	7:09
3/30 Reservation	7:15
3/30 Reservation	7:45
3/30 call for New location	



EXHIBIT Y



Matthew Yarbrough  
Jason Blackstone  
300 Crescent Court  
Suite 700  
Dallas, Texas 75201  
ybfirm.com

December 1, 2021

Sent via hand delivery and US mail

Carbone  
1617 Hi Line Drive  
Dallas, TX 75207

Major Food Group  
Attn: Rich Torrisi, Jeff Zalaznick, and Mario Carbone  
99 E 52nd St  
New York City, New York 10022

Major Intellectual LLC  
Floor 3  
110 Lafayette St.  
New York City, New York 10013

To all concerned:

We are intellectual property counsel to Carbone's Fine Food and Wine (hereinafter "Carbone's") and I am writing to you on their behalf as Carbone's legal counsel.

As you are already aware, Carbone's is a Dallas-based Italian eatery and store that specializes in Italian cuisine, specifically both dine-in and prepackaged foods sold under the Carbone's name. Started in 2011, from the location on Oak Lawn Avenue in Dallas, Texas, Carbone's quickly gained acclaim and a devout following for the quality of the dine-in menu items as well as the prepackaged meals and sauces.

As a result of Carbone's considerable investment of time, energy, and resources in the promotion of the goods and services available to the public at the Oak Lawn Avenue location provided under the CARBONE'S Marks, the CARBONE'S Marks have become well-known to the public and trade as identifying and distinguishing Carbone's exclusively as the source of the high-quality goods and services in connection with which the mark is used, and the marks represent considerable goodwill of great value to our client as common law marks. The popularity of the Carbone's brand is apparent from the numerous awards and recognitions that Carbone's has received.



December 1, 2021

Page 2 of 3

It has come to our attention that you, Major Food Group (founded, owned, and operated by Rich Torrisi, Jeff Zalaznick, and Mario Carbone), intend to open a Carbone-branded restaurant and attached café *in Dallas, on Oak Lawn Avenue, a mere stone's throw* from the current and well-established Carbone's location here in the Dallas/Fort Worth Metroplex.

The Carbone mark is confusingly similar to the CARBONE'S Marks. There is no question that the marks are similar as to sight, sound, meaning and commercial impression given that Carbone is simply the non-possessive form of CARBONE'S Marks. Major Food Group also uses the Carbone mark in connection with identical goods and services to those under the CARBONE'S Marks, which include both in-restaurant dining and prepackaged Italian food goods. Major Food Group also intends to use the Carbone mark in connection with goods and services that are rendered to the same customers in the same channels and geographic area of trade as our client's goods and services sold under the CARBONE'S Marks. That the customers and channels of trade are identical is demonstrated by Major Food Group's planned location being so close to, and on the same road, as the Carbone's Oak Lawn Avenue location in Dallas, Texas.

Given the close resemblance between the marks and the highly similar manner in which they are used, Carbone's is concerned that the Major Food Group's Carbone mark is likely to cause confusion and will lead customers to mistakenly believe that the Major Food Group Carbone restaurant and food are affiliated with Carbone's and/or that Carbone's has approved or endorsed Major Food Group's restaurant and food, when it clearly has not. To date, before the opening of the Major Food Group restaurant in Dallas, Carbone's has documented numerous incidents or facts of confusion between the two marks by customers, suppliers, vendors, the media, and regulatory bodies. Accordingly, Carbone's hereby demands that Major Food Group take the following actions immediately:

1. Cease and desist from the use of the Carbone and any affiliated or derivative marks within the Dallas/Fort Worth Metroplex area; and
2. Covenant to never use the Carbone and any affiliated or derivative marks within the Dallas/Fort Worth Metroplex area.

Nevertheless, our client would like to resolve this matter amicably. We hope that your client shares this sentiment. As our client is well established in the food services industry and aware of the financial investment in marketing and establishing a brand name for a newly operating restaurant, we have provided this notice before you have opened your concept to customers to avoid the expensive and unnecessary cost of branding for Major Food Group. Further, we assume Major Food Group would mutually want to avoid such a lengthy dispute and obvious confusion to consumers in the Dallas/Fort Worth Metroplex.





December 1, 2021

Page 3 of 3

In order to resolve this matter before incurring any unnecessary expense in connection with a laborious or litigious dispute, we request that your client provide a proposal for a rebranding of your Major Food Group concept in Dallas, Texas, and otherwise confirm that it will comply with our demands to cease and desist the above listed actions by December 15, 2021.

All such rights and remedies, whether at law or in equity, are hereby expressly reserved by Carbone's. Nothing in this letter shall be construed as a waiver or relinquishment of any rights or remedies of Carbone's in regard to this matter. Should Carbone's fail to hear from Major Food Group, Carbone's will take action to enforce its trademarks under the law.

Please give this matter your immediate attention, I hope to hear from you soon so that we may resolve this matter amicably.

Very truly yours,

A handwritten signature in blue ink that reads "Matthew E. Yarbrough". The signature is fluid and cursive.

Matthew E. Yarbrough, Esq.

(214) 263-7500

Matthew@ybfirm.com

# EXHIBIT Z

## Pursuits

### Checkout

# Power-Pasta Spot Carbone Is Bringing Its Sauce to Supermarkets

Look out, Rao's.



Carbone's first three bottled sauce flavors are arrabbiata, marinara, and tomato basil. *Photographer: Tyler Bertram*

By Kate Krader

March 29, 2021, 3:15 AM PDT

Major Food Group, best known for hosting power brokers at its Carbone Italian restaurants in New York and Miami, is bringing its pasta sauces to the masses. This is the company's first entry in the world of consumer packaged goods.



Starting today, Carbone Fine Foods will offer three of its notable sauces—Marinara, Arrabbiata, and Tomato Basil—on its website and on Amazon.com. The sauces will also roll out at Stop & Shop supermarkets in New York, New Jersey, Connecticut, Massachusetts, and Rhode Island.

The product is the brainchild of Major Food Group founders Jeff Zalaznick and chefs Mario Carbone and Rich Torrisi. Zalaznick says the sauce has been in the works since November 2019, well before the pandemic turned restaurateurs into grocers. “We wanted to share the flavors of Carbone with a wider audience.”

In a sign of its ambitions for the product, the team has hired Eric Skae as chief executive officer. Skae is the former CEO of Rao’s Specialty Foods Group, Inc., which produces one of the best and most popular pasta sauces on the market.

The team attributes the quality of its preservative-free sauce to employing the same ingredients as at the restaurants, including ripe southern Italian tomatoes, fresh basil, and oregano, and crafting it in small batches. (A sample of the product was not available for a comparative tasting at the time of this writing.)

Carbone products retail for \$9 for a 24 oz. jar. That puts it in the premium sauce market, which has shown growth during the pandemic. The share for Rao’s and other high-priced pasta sauces grew to more than 5.2% in the pasta sauce category during the 12-week period that ended Oct. 4, 2020, compared to the same time period a year earlier, according to research firm IRI.

The study noted the increased interest in elevating the experience of dining at home. A comparably sized jar of Rao’s sauce retails for around \$9.50; one from Prego goes for about \$2.



The preservative-free sauces use the same ingredients as those at the Carbone restaurants. *Photographer: Tyler Bertram*

“Overall, sales for pasta and pasta sauce grew significantly this year as people sought out shelf-stable pantry items,” said Skae via email. He believes that because shoppers are going out to eat less than they used to, they’re willing to invest in higher-end products for meals at home. “Why would people pay \$9 for sauce? While not cheap, you’re saving yourself a lot of time and getting to the end of the recipe much faster.”

The sauce’s label will be familiar to anyone who has picked up the hefty menu at Carbone. It features a black-and-white illustration of the front of the restaurant and includes the three Major Food Group principles. (The Rao’s label also features an image of its restaurant’s entrance.)

More from

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Skae said there are no immediate plans to go head-to-head with the obvious competitor. “Rao’s took 29 years to grow and get to where they are today. It’s an established brand and of course, we aspire to be like them.”

Skae oversaw the sale of Rao’s Specialty Food Group sale to Sovos Brands in 2017 for an undisclosed amount. Sovos, whose brands include Noosa yogurt, is reported to be in talks for a sale or initial public offering. Its 2020 revenue was about \$800 million.

Carbone Fine Foods currently has a fourth pasta sauce in development: roasted garlic, a sauce Rao’s also produces. “We’re developing others as well,” says Skae.

One that’s not on the table thus far: a consumer packaged version of Carbone’s famed spicy vodka sauce. “Maybe one day,” says Zalaznick, sounding as if you’ll have to get a table at one of the restaurants to taste it anytime soon.



# **EXHIBIT AA**

----- Original message -----

From: "info [carbonesdallas.com](https://carbonesdallas.com)" <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>

Date: 6/29/22 1:49 PM (GMT-06:00)

To: "Jonathan [carbonesdallas.com](https://carbonesdallas.com)" <[jonathan@carbonesdallas.com](mailto:jonathan@carbonesdallas.com)>

Subject: Fw: Reaching out to you first.

---

**From:** Renee O'Neil <[reneeoneil2353@icloud.com](mailto:reneeoneil2353@icloud.com)>

**Sent:** Friday, June 24, 2022 2:12 PM

**To:** info [carbonesdallas.com](https://carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>

**Subject:** Re: Reaching out to you first.

Oh wow!  
Yes sorry for the email. Thanks for setting it straight.  
Will have to visit you next time in Dallas

I googled ' Manager Carbone , Dallas and this came up.

<http://carbonesdallas.com/contact-us/>

Cheers

Renée

Sent from my iPhone

On Jun 24, 2022, at 2:57 PM, info [carbonesdallas.com](http://carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)> wrote:

Hello Renee!

I believe you are referring to Carbone (without the "s"). We don't even have a patio. There has been a lot of confusion recently between the two restaurants. We are not affiliated w/ them at all. I'm sorry you had a bad experience!

-Tony

---

**From:** Renee O'Neil <[reneeoneil2353@icloud.com](mailto:reneeoneil2353@icloud.com)>  
**Sent:** Friday, June 24, 2022 12:12 PM  
**To:** info [carbonesdallas.com](http://carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>  
**Subject:** Reaching out to you first.

Dear Mr Adams ( or, current manager)

I never leave a bad review online before reaching out to management about an issue first. This is the reason for my writing you today.

Date of Dining :

Sunday June 12, 5:30pm

3 guests

My future daughter in law dined here w/her mom the week before (at the bar) and was so excited to share your restaurant with us (my son and me)

Dallas is hot! But this restaurant is hotter... as in miserable to eat at when it's 110 outside.



To be fair, your restaurant texted that we could cancel since the only spot on a Sunday evening at 5:00 availability was on the patio. We figured worst-case we could sit at the bar or if it wasn't busy, we could dine indoors. Negative on both was the answer to us. The answer on the empty bar was that we are a party of 3 and they can only sit pairs at the bar. Huh?

So they sat us in an fully empty patio ,when the indoor area was also empty and two people were sitting at the bar and wouldn't allow us to take a table in the AC. When I tell you that dining in that kind of heat was miserable -the only thing worse was the \$200+ price I paid to do it. The entire time ( 5:10-6:10pm the hour we took from seated to dine .... Cuz it was hotter than hell and we wanted outta there) no one else was seated in the patio and only two other small parties were sat indoors. And maybe 1-2 tables arrived as we waited on our valet car.

I think for the future, the answer to move us indoors would be ...'yes, you may sit inside but understand we have reservations promptly at 6,630 , 7 etc and need your table'. We would have totally understood and agreed to that.

Instead we were dripping during our meal. Plus, at the time of us leaving, the patio was empty and there were only three tables dining in the A/C. Please take a look at your dining tickets at that time to verify what I'm saying.

The food was good

Meatballs to share ,margarita pizza -the dough was delicious and light. The 2 orders of pasta with vodka sauce was very nice -All while dining in the heat with large fans blowing like Gail force winds w/ hot air directly at us until we asked it to be turned off.

The waitstaff were excellent. I felt more sorry for them working in that heat in those long sleeves and vests.

What an awful way to treat guests when the house was literally empty! I feel like a total moron for accepting these conditions for a chance to dine here.

To compare, we dined at the Cowboy Club the night before.

I'm including a picture during the time we were there.

( this is during dinner)





( this is after dinner at about 6:20-trying to cool off)

We will be visiting Dallas again soon since my son-in-law plays for the Cowboys. I hope to have another visit to your restaurant in better conditions.

Thank you for listening

Renee O'Neil  
From Tampa visiting family who live here in Dallas

Sent from my iPhone



----- Original message -----

From: "info [carbonesdallas.com](mailto:info@carbonesdallas.com)" <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>

Date: 6/29/22 1:58 PM (GMT-06:00)

To: "Jonathan [carbonesdallas.com](mailto:jonathan@carbonesdallas.com)" <[jonathan@carbonesdallas.com](mailto:jonathan@carbonesdallas.com)>

Subject: Fw: Dinner receipt question

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**From:** Colan Vance <[Colan.Vance@TasteandTheory.com](mailto:Colan.Vance@TasteandTheory.com)>

**Sent:** Tuesday, April 26, 2022 7:48 AM

**To:** info [carbonesdallas.com](mailto:info@carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>

**Subject:** Re: Dinner receipt question

I have the right restaurant. It's Carbone's in Dallas in the design district. Friday 4/8 (total bill was \$125.58). I sat at the bar and the bartender applied the tip to the wrong card ( it was a split charge ). I need this corrected for my travel expense report. I would appreciate your help in resolving this matter.  
Thank you  
Colan  
Cell - 805 325 9313

Sent from my iPhone

On Apr 25, 2022, at 10:49 PM, info [carbonesdallas.com](mailto:info@carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)> wrote:

Cyber Security Reminder: This is an external email please use caution – forward suspicious messages by clicking “Report Phish” button at the top of your Aimbridge Managed Email.

Sorry Colan, but you are contacting the wrong Carbone's. Best of luck!

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**From:** Colan Vance <[Colan.Vance@TasteandTheory.com](mailto:Colan.Vance@TasteandTheory.com)>

**Sent:** Monday, April 25, 2022 4:48 PM

**To:** info [carbonesdallas.com](mailto:carbonesdallas.com) <[info@carbonesdallas.com](mailto:info@carbonesdallas.com)>

**Subject:** Dinner receipt question

Team Carbone -- It looks like an error was made in closing out my dinner receipt on Friday 4/8 (see the receipt below). I split the dinner between two credit cards and it appears the bartender added the tip to the wrong credit card. The card below (ending in #2739) was charged \$88 and as you see below it should have been charged \$60. The tip (\$28) should have been charged to the credit card ending in #0443.

Can you assist with this? Please call with any questions. Cell -- 805 325 9313.

Thank you

Colan

<Outlook-a5pfddhh.png>

<Outlook-aqh0fp1v.png>

<Outlook-nchfbwwr.png>

**Colan Vance**, Project Lead

**M:** 805-325-9313 | [tasteandtheory.com](http://tasteandtheory.com)

<IMG\_3423.jpg>

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